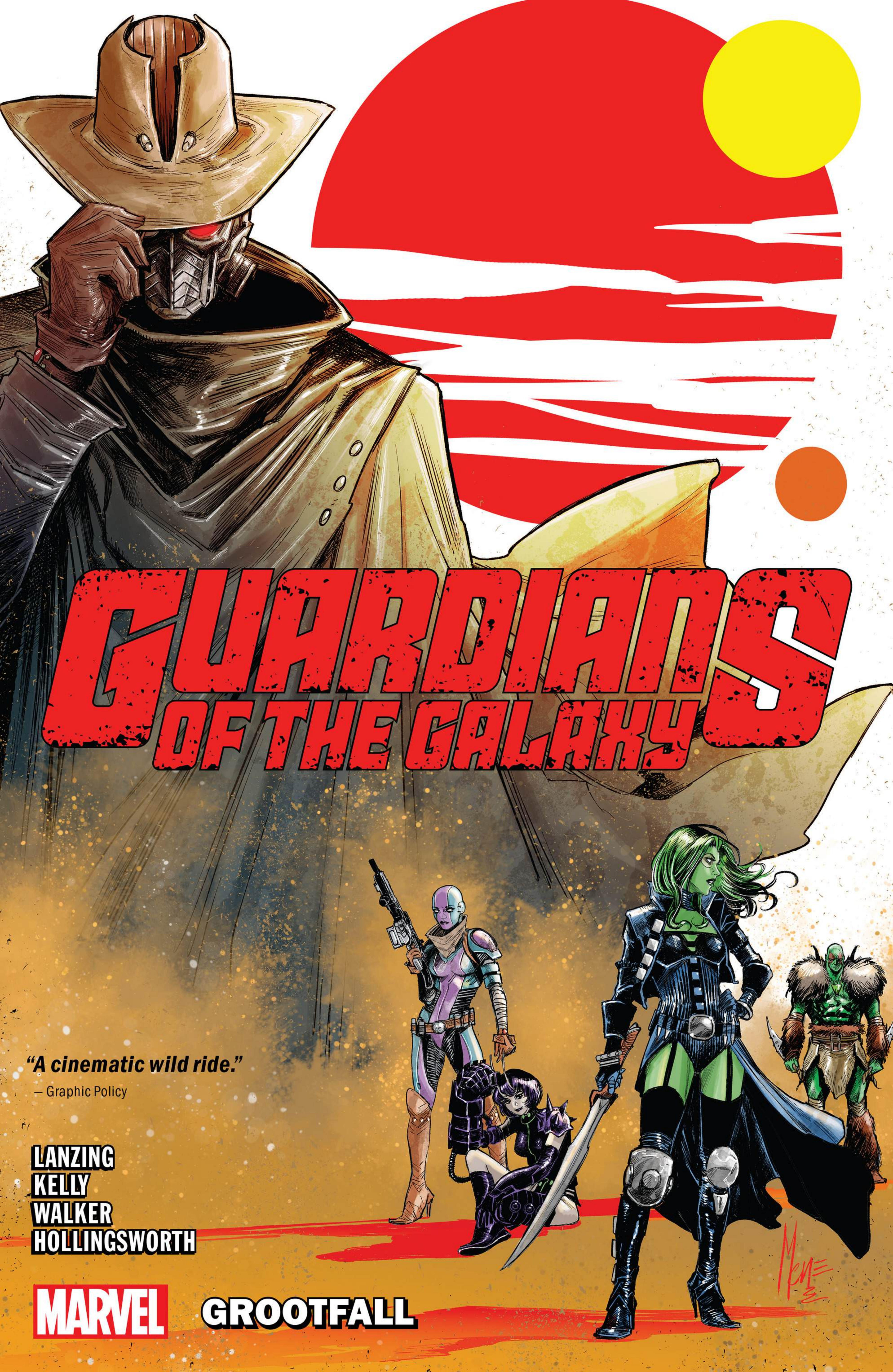




GUARDIANS OF THE GALAXY

"A cinematic wild ride."

— Graphic Policy

**LANZING
KELLY
WALKER
HOLLINGSWORTH**

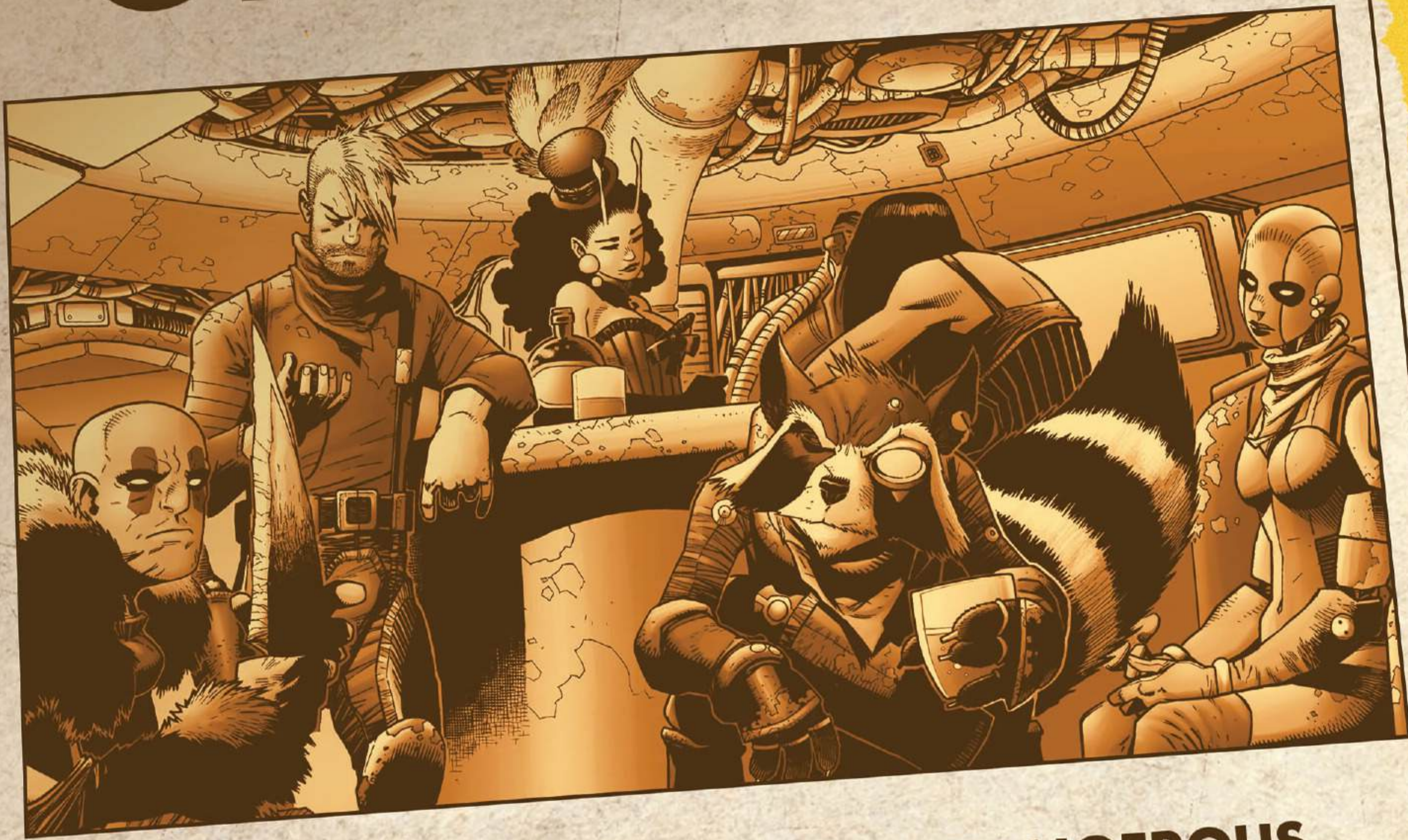
MARVEL

GROOTFALL

WANTED

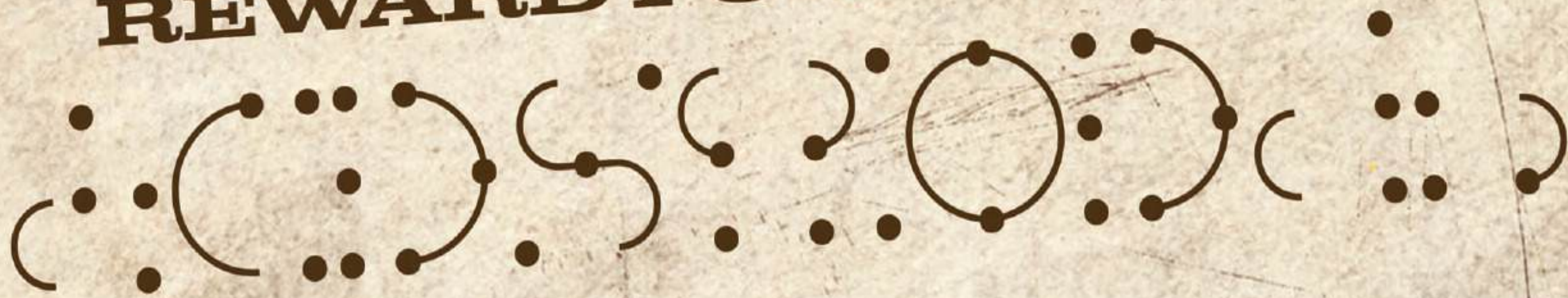
GUARDIANS OF THE GALAXY

GROOTFALL



THOUGHT TO BE ARMED AND DANGEROUS.

REWARD FOR CAPTURE:



GUARDIANS OF THE GALAXY

IN “GROOTFALL”

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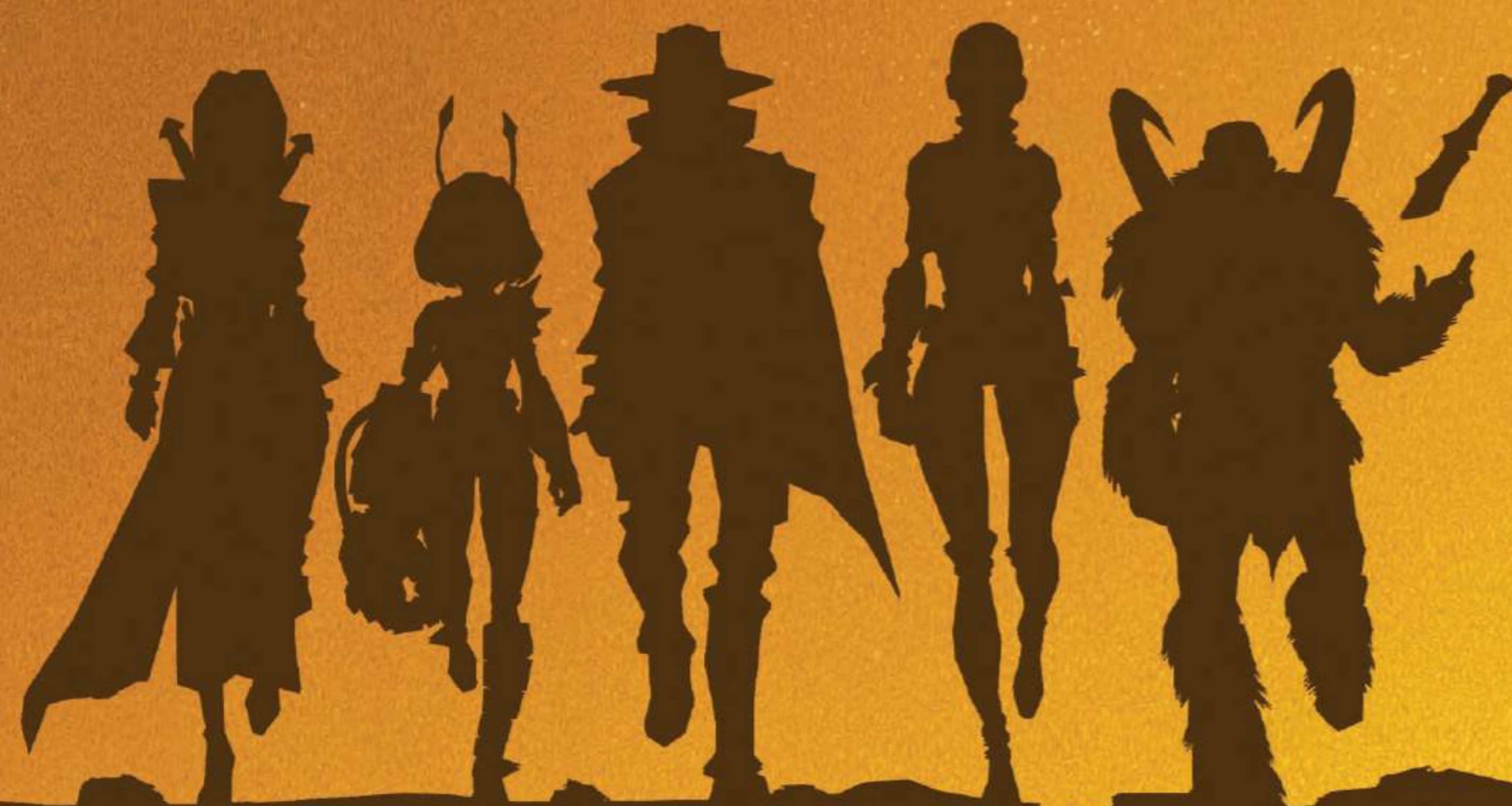
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1

"THE MASSACRE AT GALILEE IV"

IN THOSE
DAYS OF DUST
AND PAIN...

...THERE WAS
A LEGEND.



A TORCH THAT
BURNED SO BRIGHT,
IT LIT THE VOID.

IT WAS A GREAT FIREBALL
THAT BURNED ITS **OWN**
ATMOSPHERE AND NEVER
SEEMED TO RUN OUT
OF FUEL FOR THE PYRE.

AND THERE WERE OTHERS...
THESE ASTEROID BONFIRES.
ADDING THEIR LIGHT TO THE
POWER OF THE FIRST OF THEM.

BEACONS OF HELLFIRE,
ROARING WITH PAIN.
HELD TOGETHER BY THE
BONDS OF THEIR LOVE.



SEE, SOME
CALLED THEM
A TEAM.

OTHERS
CALLED THEM
A FAMILY.



BUT WHAT
THEY WERE
WAS A FIRE.

AND A FIRE
ONLY ENDS
ONE WAY.





JUST A
BIT FARTHER,
GIRL...

...THE
END OF THE
LINE.

THE TOWN OF SOLITUDE,
THE PLANET GALILEE IV,
SOMEWHERE IN THE MANIFOLD TERRITORIES.





STRANGER!
HEY,
STRANGER!

YA NEW TO
SOLITUDE? DO YA
FEEL LIKE THE BASIS
FOR YER LIFE IS
WRONG?!

WELL,
GOOD
NEWS!



STAR-LORD
IS RISEN,
STRANGER!

SALVATION'S
AT HAND!



KID.

YOU
SHOULD GO
BACK TO YOUR
MOM.

I GOT A
FEELING THINGS
'ROUND HERE ARE
ABOUT TO GET
MEAN.



THAT'S UP
TO YOU,
NEWCOMER.

SOLITUDE
AIN'T FOR ANYONE
BUT THOSE WHO
FOUNDED HER AND
THOSE WHO TILL
HER ROCKS.



STAYIN'S
OUT OF THE
QUESTION.

AND ONE
MORE FOOT
TOWARD US
GETS YOU
SHOT.



SO TELL
ME WHAT
IT'LL BE...

...A SHALLOW GRAVE OR A FOND FAREWELL?

LISTEN TO ME. THIS DOESN'T HAVE TO BE EITHER.

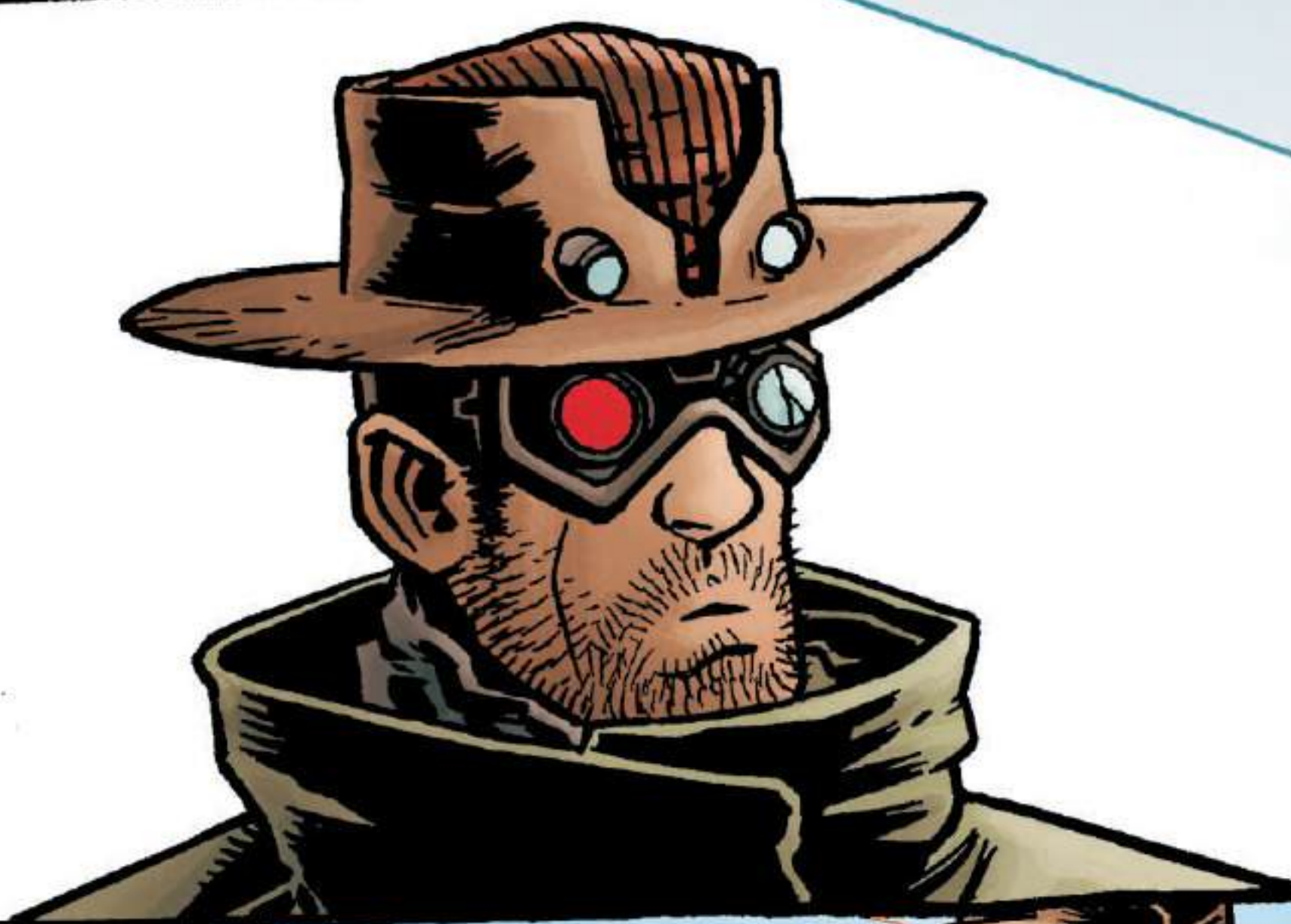
KID'S NOT ENTIRELY WRONG. SALVATION'S LOOKING YOU IN THE EYE, SHERIFF.



AFTER WHAT'S COMING FOR THIS PLANET TODAY, THERE AIN'T GONNA BE ANY SOLITUDE.



AND ALL PULLING THAT TRIGGER'S GONNA DO IS PUT A KNIFE THROUGH YOUR--



FLARKEN HELL! WE'RE TRYIN' TO SAVE THESE PEOPLE, NOT PUT 'EM UNDER THE GROUND!



EVERYBODY'S
DEAD, PETER.

IT'S JUST
A MATTER OF
WHEN.

AS MUCH
AS I HATE
AGREEING WITH
GAMORA...



...MY SISTER HAS A DAMN GOOD POINT.

THIS MIGHT BE THE ONLY COLONY OF **CORPLEXIANS** LEFT IN THE GALAXY.

REAL SAD STORY, THEIR HOMEWORLD WAS WIPED OUT SIX YEARS AGO BY GALACTUS. COUNTLESS CULTURAL TREASURES LOST, YOU KNOW THE DEAL.

ANOTHER GROUP OF REFUGEES WITH NOWHERE TO TURN 'CEPT THE FOLD. BUT THE DATA DOESN'T LIE.

'FALL'S COMING, AND SOON.

WE'VE ALSO GOT A **79%** CHANCE THIS TOWN IS RUN BY A LOCAL GANG.

53% SAYS THEY'RE DESERTERS.

NEBULA, YOU GOT THE ODDS OF OUR LI'L WELCOME WAGON WORKIN' OUT?

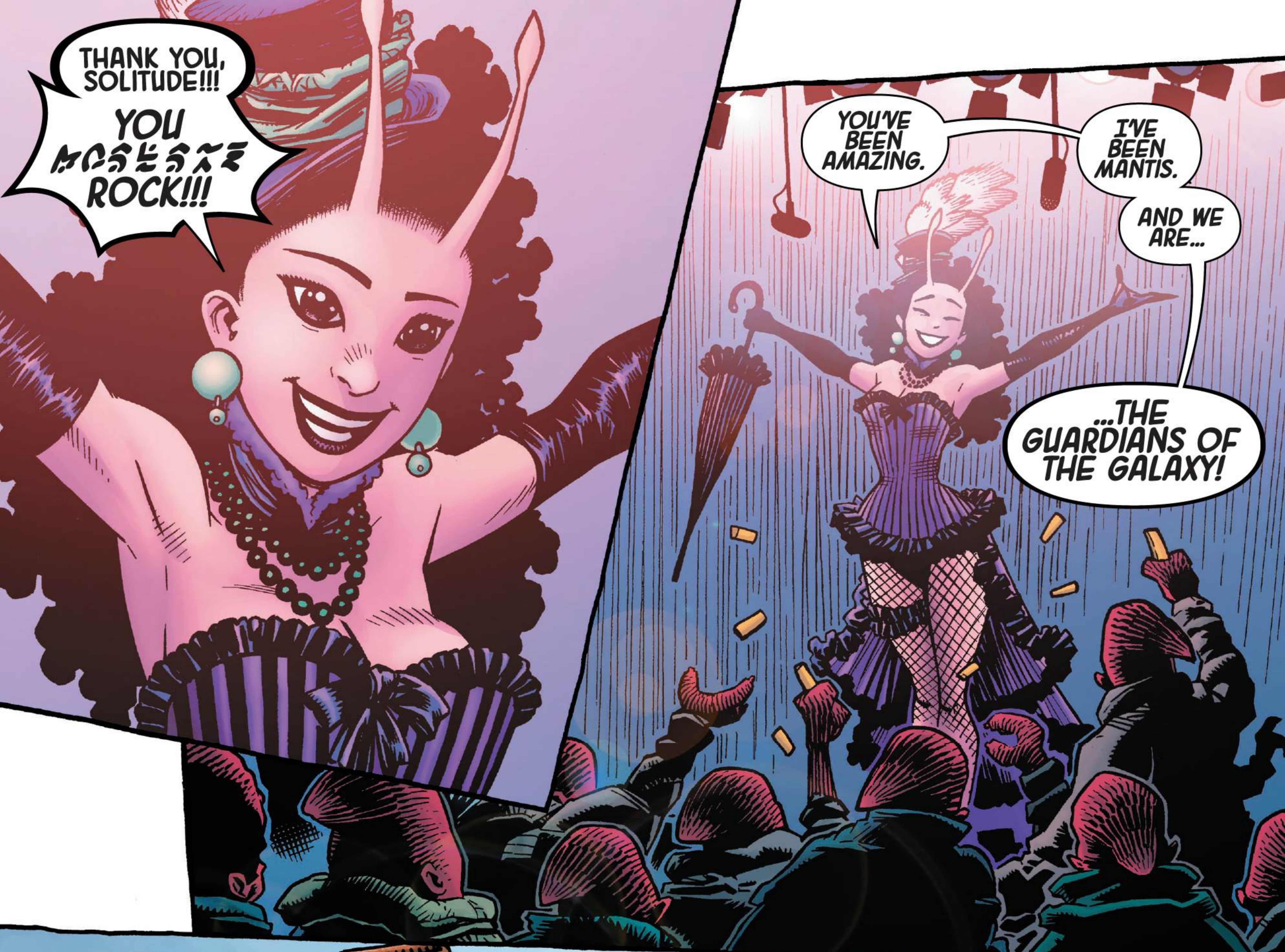
OR WHERE THE--**URP**--WE MIGHT FIND HER NOW THAT PETER'S MADE A MESS OF THINGS?

MY PROBABILITY ENGINE'S BEEN HAVING A HARD TIME WITH **HER** LATELY.

HAH! CAN'T IMAGINE WHY!

BUT IF I HAD TO GUESS?

I'D CHECK THE SALOON.



THANK YOU,
SOLITUDE!!!

YOU
ROCK!!!

YOU'VE
BEEN
AMAZING.

I'VE
BEEN
MANTIS.

AND WE
ARE...

...THE
GUARDIANS OF
THE GALAXY!



SO, WE'RE
DEALING WITH
THAT KIND OF
MANTIS
TODAY.

YOU *DID* TELL
HER TO MAKE
FRIENDS.

BIG JOHNERY,
SQUIPSSPAP, ALL
YOU CRAZY GJORT
MINERS--I LOVE
YOU CRAZY
CORPLEXIANS.

WE
LOVE YOU,
MANTIS!!!



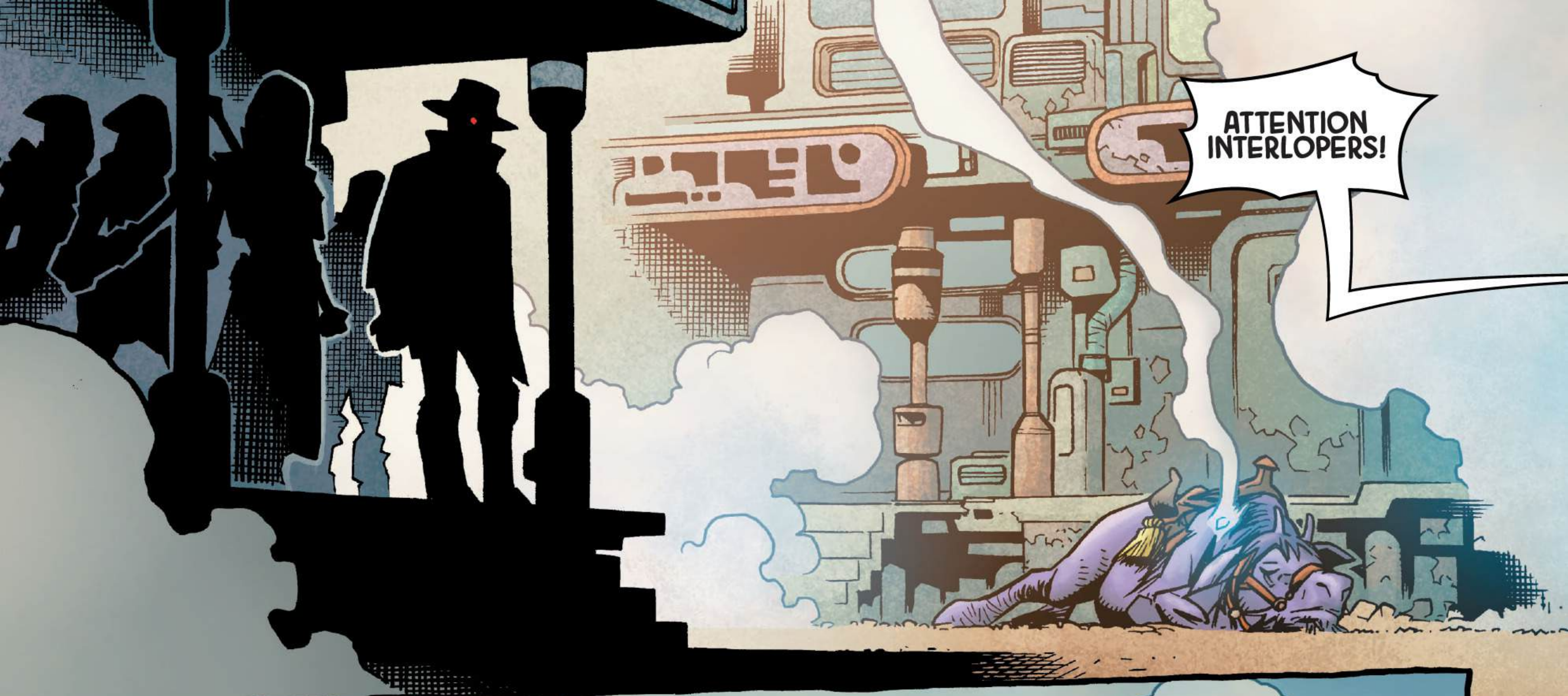
THEN I HOPE
YOU'LL HEAR ME
WHEN I SAY THERE'S
SOMETHING BAD
COMING. AND I KNOW
YOU ALL CARE MORE
ABOUT YOUR FAMILIES
THAN ABOUT
YOUR MINES.

...I'M GOING
TO NEED YOU
TO EVACUATE
SOLITUDE.

RIGHT
NOW.

SO I'M
JUST GONNA
ASK YOU ALL
TO DO ME A
FAVOR...

ALL OUR
LIVES DEPEND
ON IT.



ATTENTION
INTERLOPERS!

WHAT THIS
TOWN MAKES
BELONGS
TO US!

EVERY MAN
A SOLDIER, ALL OF
US HAVE SEEN WAR.
WHITECAPS OR **SECTORS
UNITED**, THE FIGHT
FOR THE FOLD RUNS
DEEP IN US.

WE
EARNED THIS
LUXURY.



YOU
DON'T KNOW
WHO YOU'RE
TALKING TO.

EVERYONE KNOWS
THE **GUARDIANS OF
THE GALAXY**. YOU PRANCY
POLICE WITH YER SHINY
SHIPS AND FANCY COSTUMES.
BEEN A **YEAR** SINCE
YOU TUCKED TAIL
AND RAN.

AND NOW
YOU WANNA COME
INTO THE FOLD--TO
THE EDGE OF KNOWN
SPACE WHERE A PERSON
CAN BE TRULY FREE--
AND TELL **US** HOW
TO LIVE GOOD?



WELL, THE
FOLD BELONGS
TO THOSE WHO
TOOK HER.

AIN'T NO
ROOM FOR GOOD
OUT HERE.



I'VE SEEN
MORE WAR THAN
YOU CAN IMAGINE,
DIRTBAG.

AND WE
AIN'T BEEN
GOOD FOR A
MINUTE.

SO...

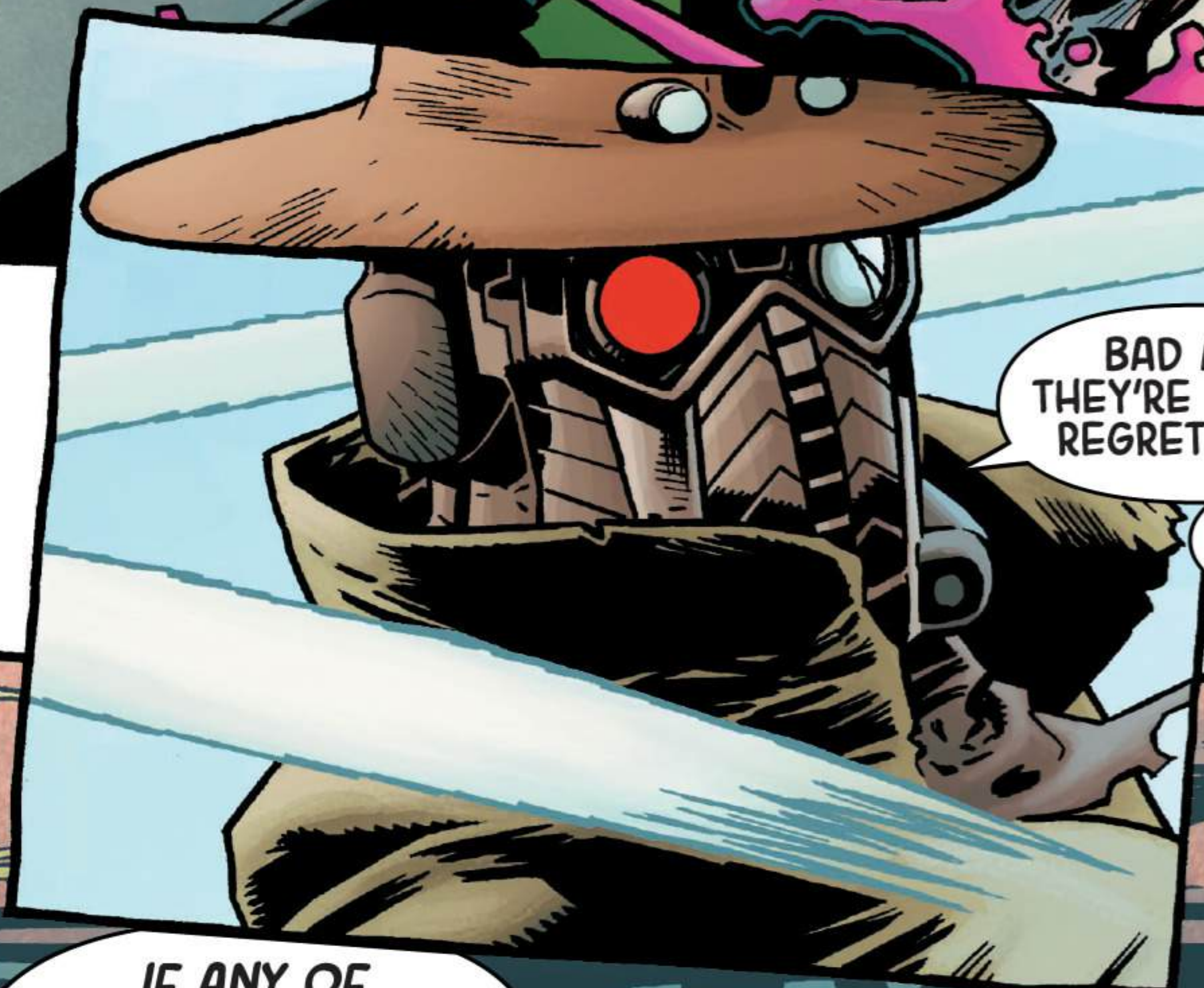
...BYE.

FINALLY.



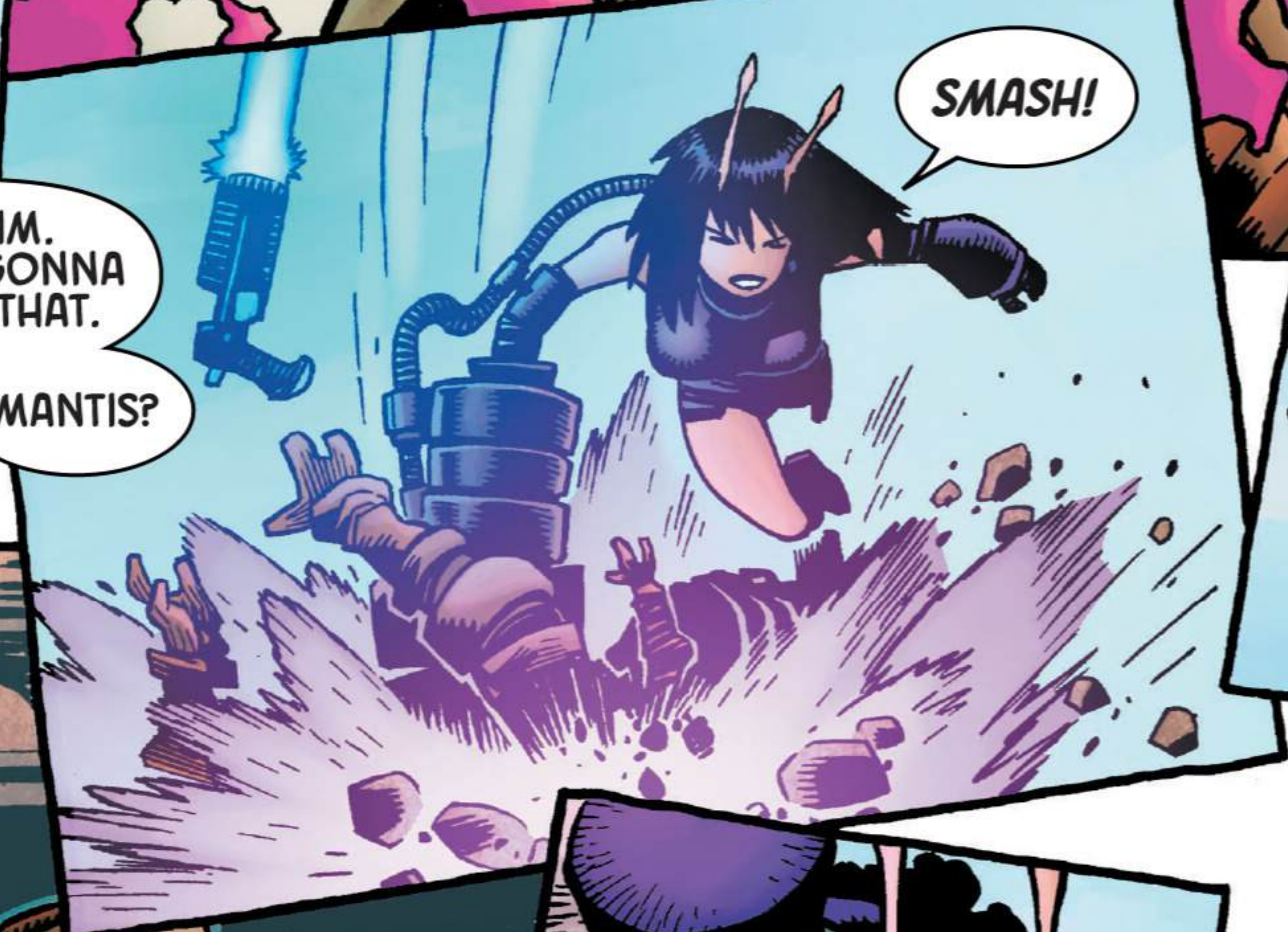
HAHAHAHA!

BANG
BANG

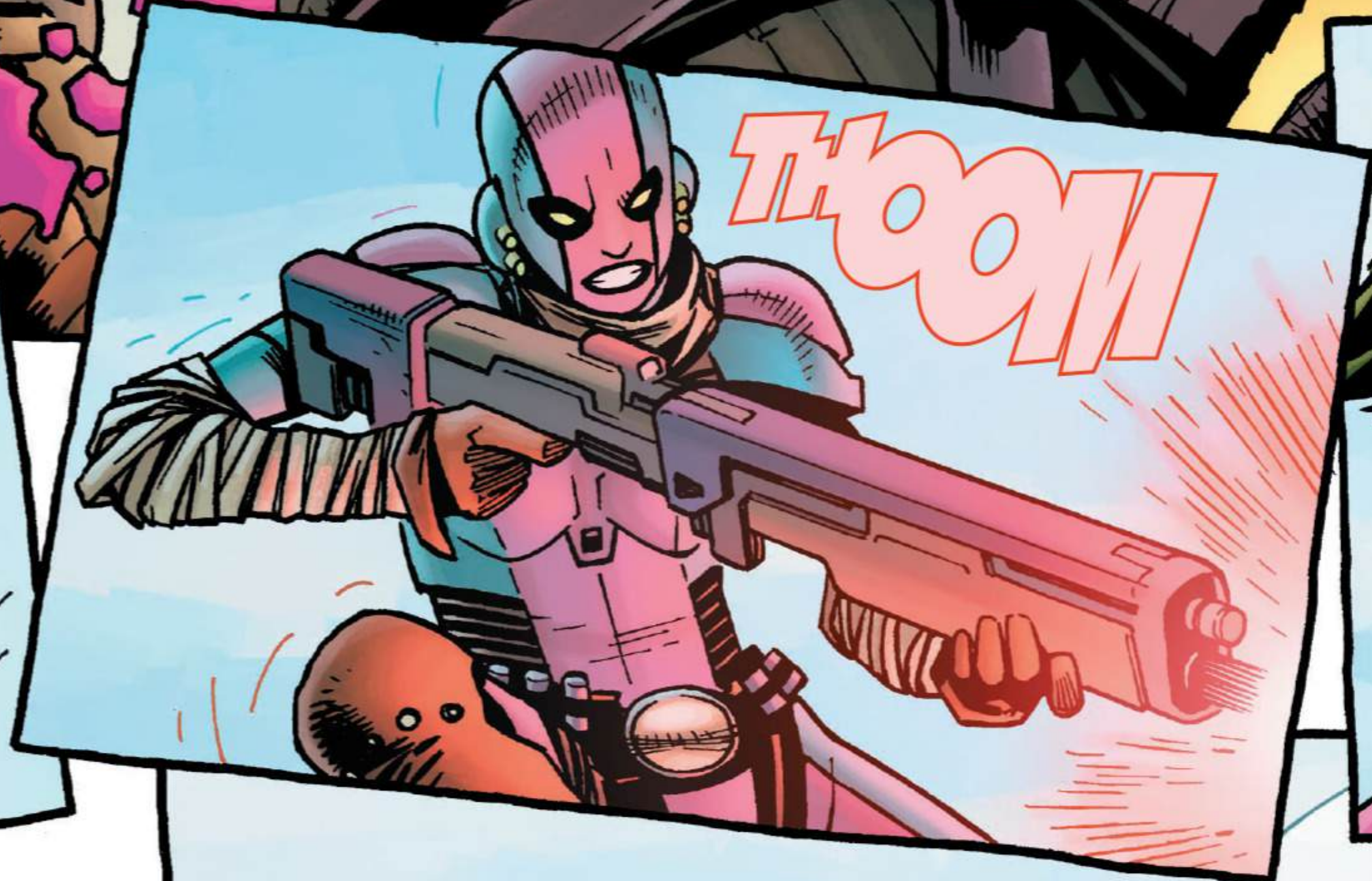


BAD AIM.
THEY'RE GONNA
REGRET THAT.

MANTIS?



SMASH!



THOOM!



SLICE

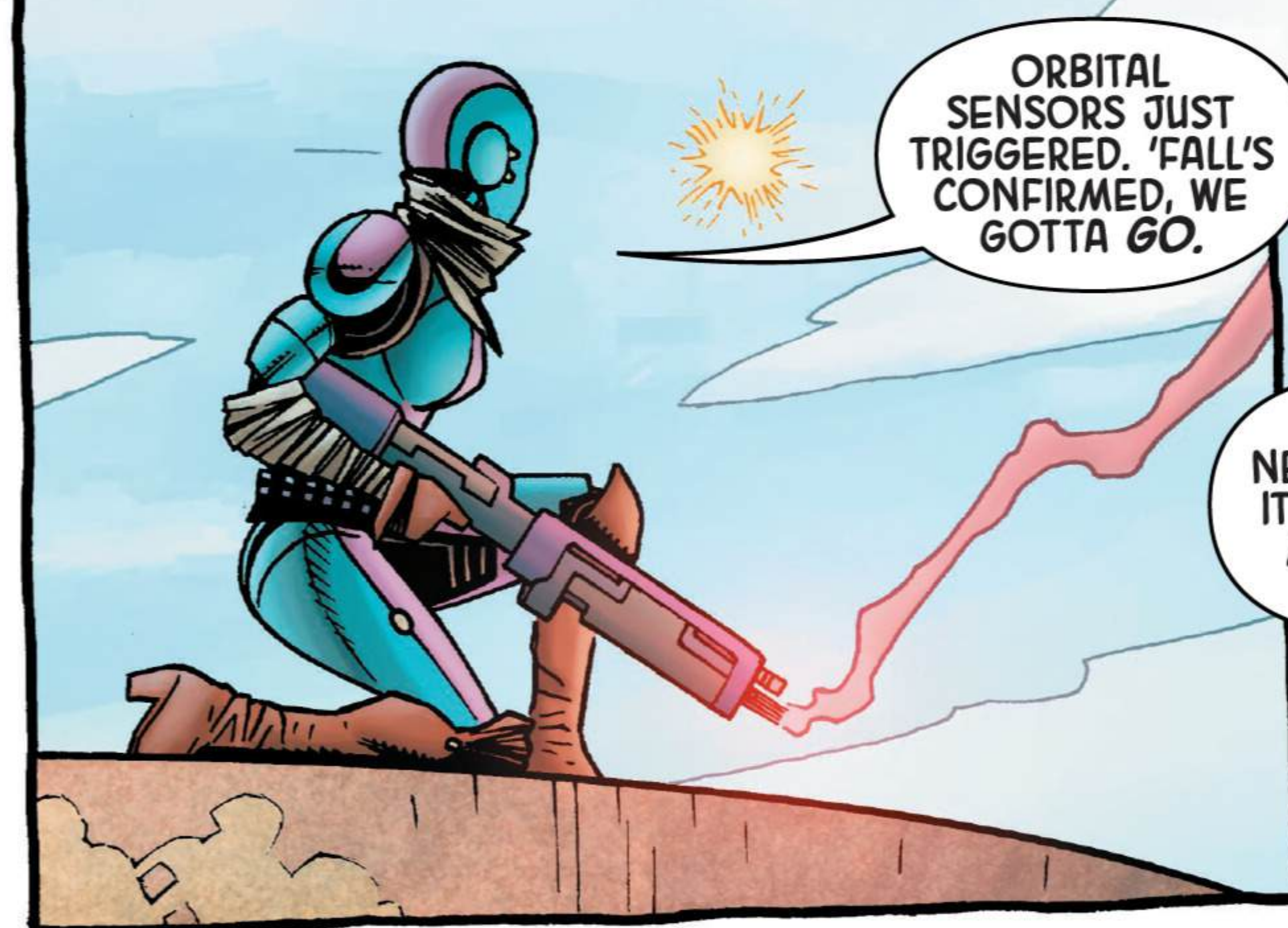
IF ANY OF
YOU FOLKS WANT TO
SEE THE SUNSET, GET
TO THE RIGS AT THE
EDGE OF TOWN!

LOOK
OF THINGS ASIDE,
WE'RE HERE TO
RESCUE YOU.



OH, YOU
NEED A
FRIENDLY FACE
AGAIN?

GLAD
TO BE
BACK!



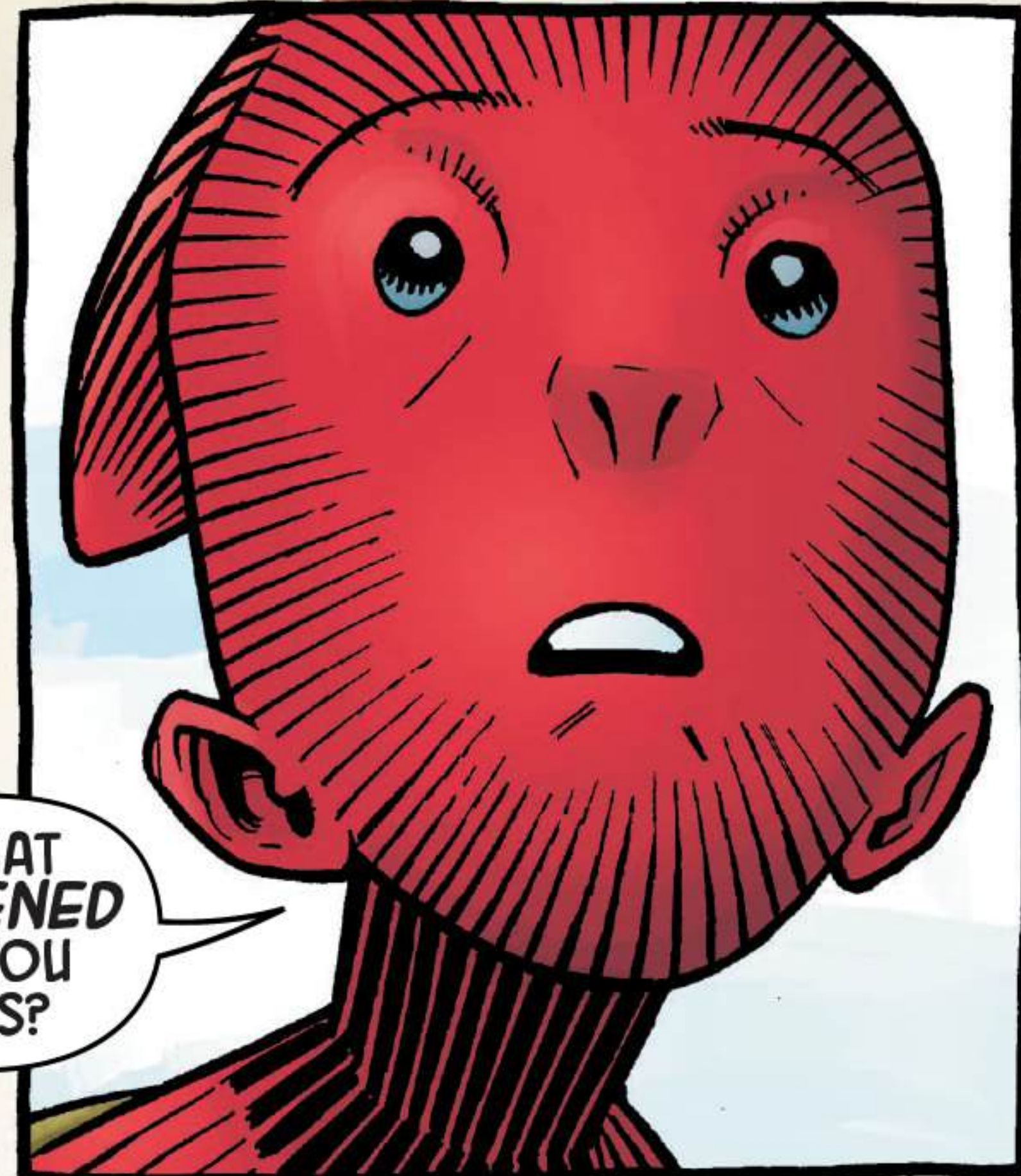
ORBITAL
SENSORS JUST
TRIGGERED. 'FALL'S
CONFIRMED, WE
GOTTA GO.



YOU'LL
NEVER MAKE
IT PAST THE
MOUNT--
HURK!

GETTING
THE FEELING
THESE IDIOTS
HAVE ANOTHER
TRICK UP THEIR
SLEEVES.
LET'S GO.

SHUNK



MOVE YOUR
LEGS OR DIG YOUR
GRAVES, ALL ABOARD
THE **GETTHE@\$\$&#**
OUTOFHERE
EXPRESS!



BOX ONE,
JUST ABOUT
FULL!



BOX TWO,
FILLED TO
BURSTING!



VROOM
VROOM
@\$\$&#@&\$%.



YEE
M&Z!G
HAW!

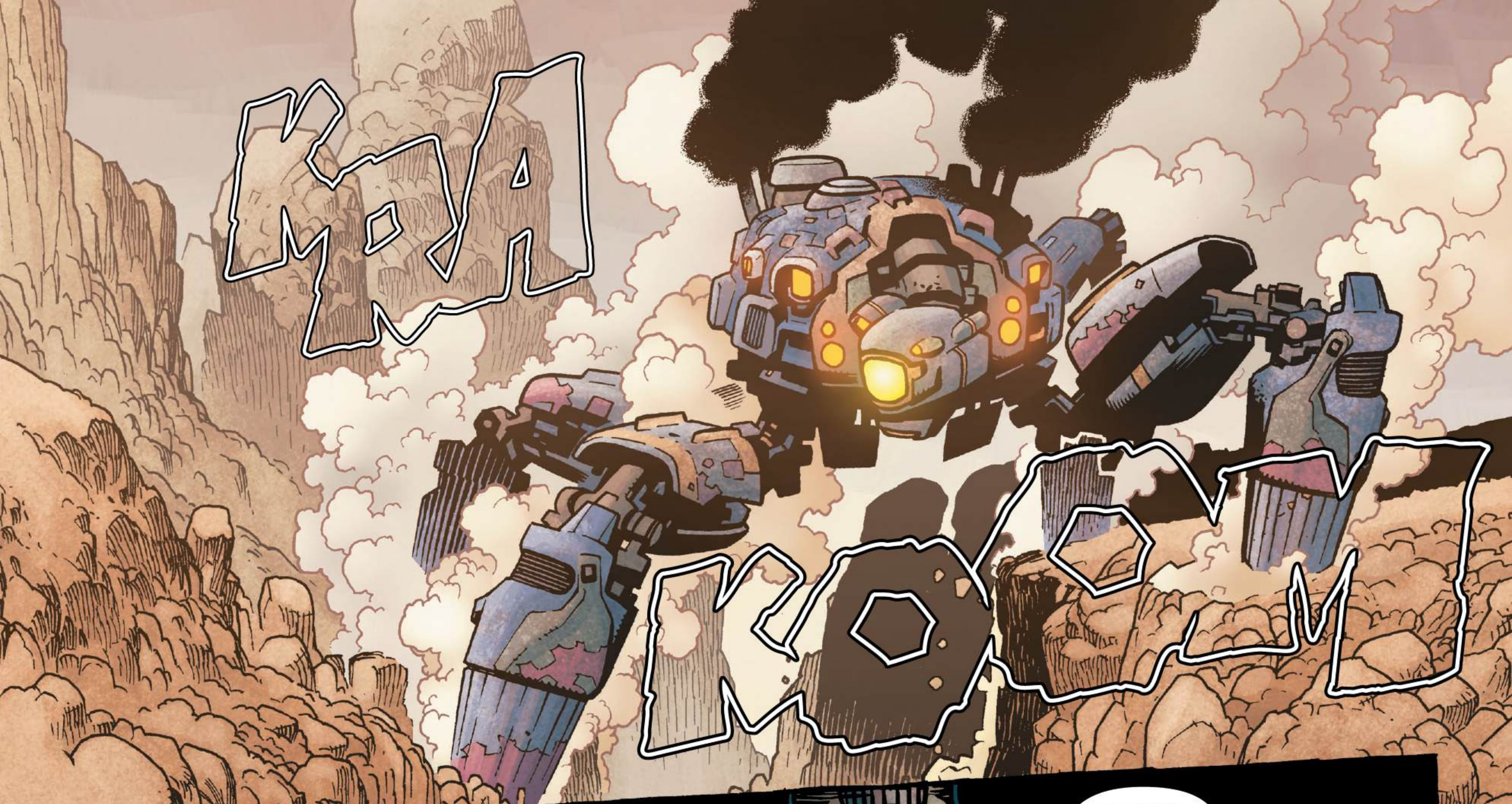
RIDE'S JUST
BEYOND THAT
MOUNTAIN?

IF HE
STUCK TO THE
PLAN.

THE MOUNTAIN
THOSE BASTARDS
TOLD US WE'D NEVER
GET PAST?

YEAH,
ABOUT THAT...





THERE'S
THAT LAST
TRICK.

MAN, I
HATE IT WHEN
GAMORA'S
RIGHT.



THESE
ARE COFFINS!
WE'VE BURIED
OURSELVES!

THAT'S A
**LOWKESH WAR
WALKER**. WE GOT
NOTHING AGAINST
THAT.



CORRECTION,
MY PANICKY
FLESH-FRIEND. WE'VE
GOT EXACTLY
ONE THING.



...TWO...

CONTACT
IN THREE...



...ONE...



A WEAPON
OF WAR. NOW A
RUIN IN DUST.



WE ARE
KINDRED, YOU
AND I.



HOWDY,
STRANGER!
TALKING TO TANKS
AGAIN?

UPSIE-
DOODLE!



I DO
NOT UPSIE-
DOODLE.



DRAX THE
DESTROYER.

THE
SUN BE
PRAISED.

HOW *FAR*
IS FAR ENOUGH?!
LET US OUT!

DON'T
YOU GET IT,
OLD-TIMER?



IT'S NOT
JUST YOUR TOWN
THAT'S DOOMED...

"...IT'S THE
WHOLE DAMN
PLANET."

DRAX! FIND
GAMORA, WE GOTTA
GET THESE CONTAINERS
ATTACHED TO THE
SHIP.

TELLING ME A
SECOND TIME WASTES
YOUR PRECIOUS BREATH,
PETER QUILL.

JUST
GET IT
DONE.

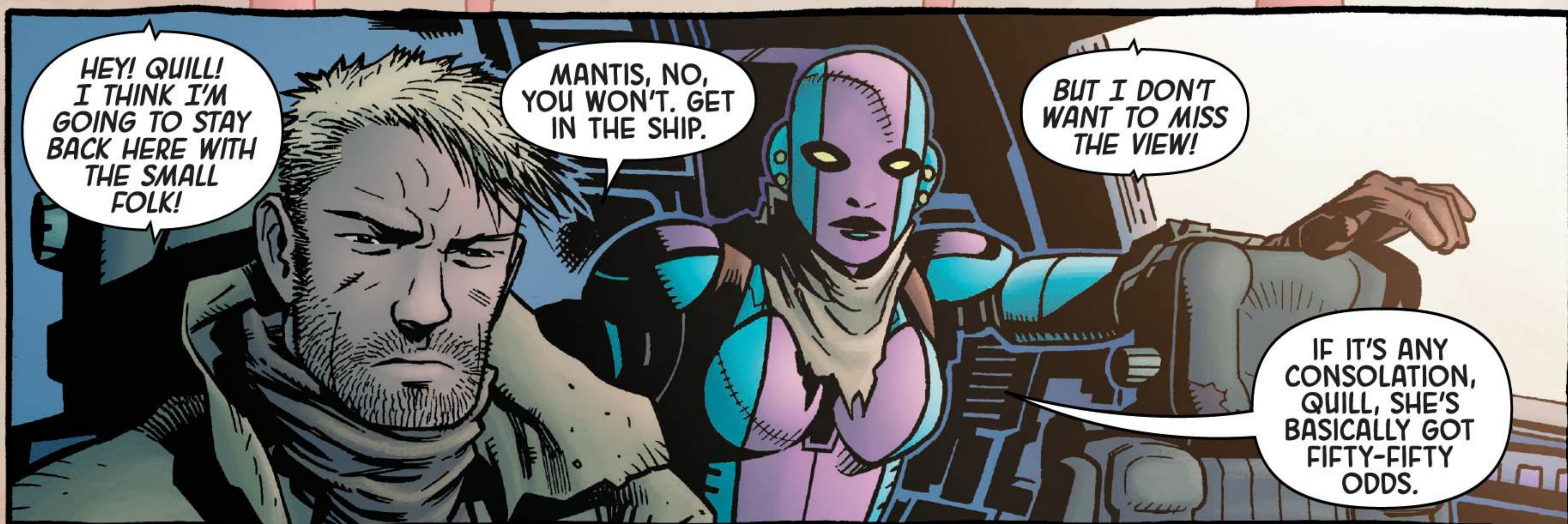
WAIT A
MINUTE! YOU WANT
US TO STAY INSIDE
THESE METAL BOXES
WHILE YOU PULL
US INTO THE
BLACK?!

WE'RE
NOT LIVESTOCK,
WE'RE NOT GOING
TO *STAND* FOR
THIS--

THEN *SIT*
DOWN, SHUT
UP AND
PROVE IT.

AT LEAST
GIVE US SOME
OF THAT WHISKEY
YOU KEEP
SWILLING?

TOUCH
MY DRINK
AND DIE.

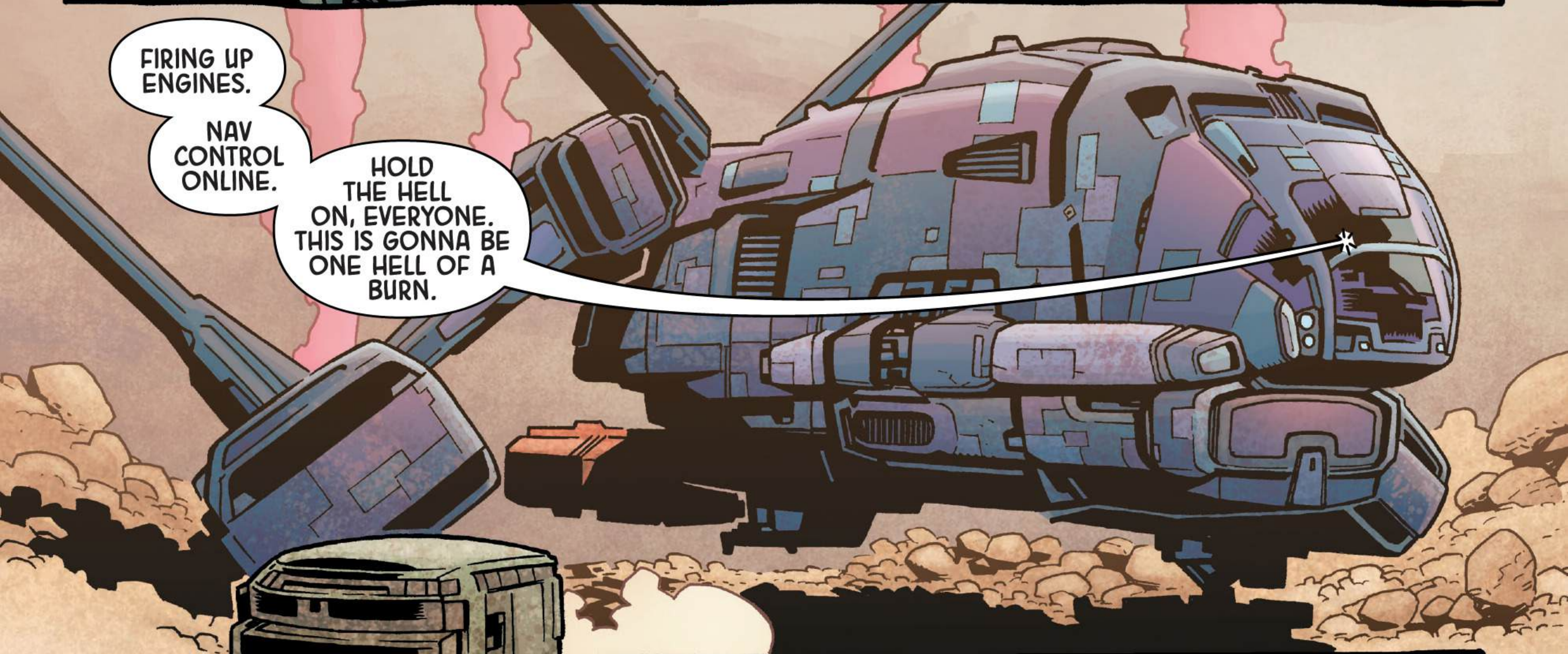


HEY! QUILL!
I THINK I'M
GOING TO STAY
BACK HERE WITH
THE SMALL
FOLK!

MANTIS, NO,
YOU WON'T. GET
IN THE SHIP.

BUT I DON'T
WANT TO MISS
THE VIEW!

IF IT'S ANY
CONSOLATION,
QUILL, SHE'S
BASICALLY GOT
FIFTY-FIFTY
ODDS.



FIRING UP
ENGINES.

NAV
CONTROL
ONLINE.

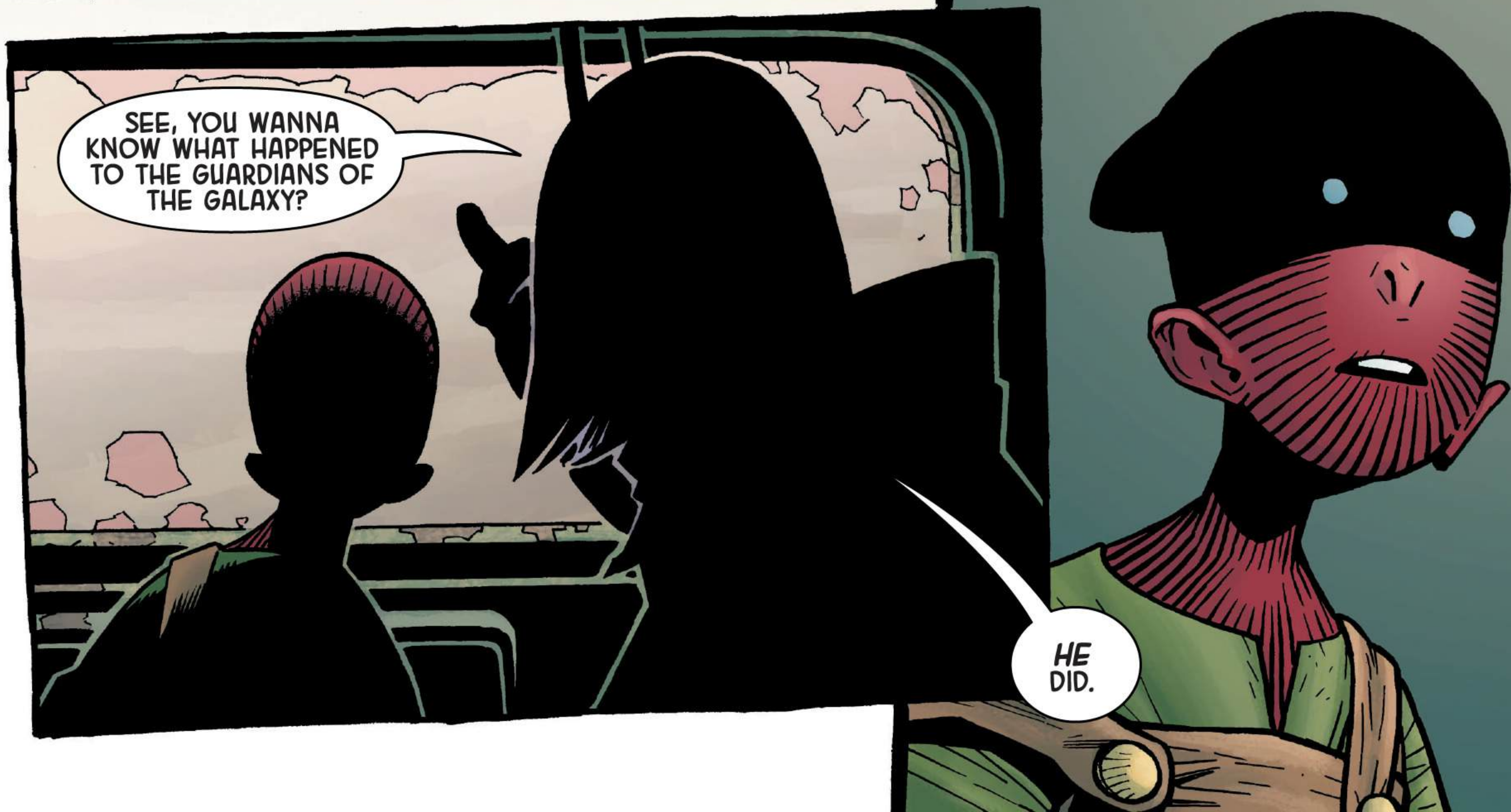
HOLD
THE HELL
ON, EVERYONE.
THIS IS GONNA BE
ONE HELL OF A
BURN.



YOU'RE
GOING TO...
RIDE WITH
US?

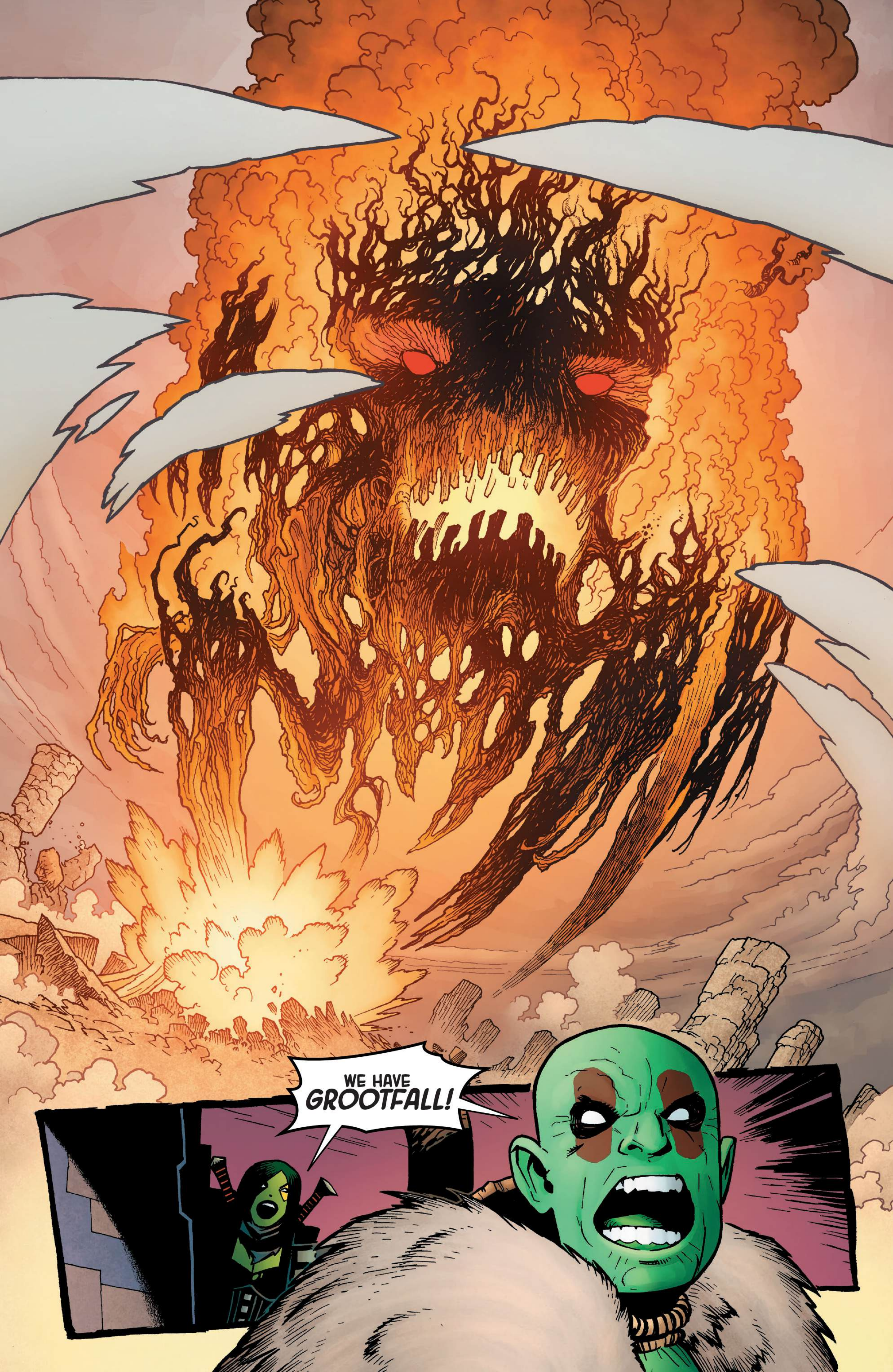
OF COURSE!
AFTER ALL, YOU
ASKED ME A QUESTION
AND I KIND OF BLEW YOU
OFF. BUT I *WASN'T*
BLOWING YOU OFF,
NOT REALLY.

I JUST KNEW
THAT THE *ANSWER*
WOULD BE EASIER IF
I *SHOWED*, RATHER
THAN *TOLD*.



SEE, YOU WANNA
KNOW WHAT HAPPENED
TO THE GUARDIANS OF
THE GALAXY?

HE
DID.



WE HAVE
GROOTFALL!



GAMORA,
LAST LOOKS?
TETHERS SECURE?
GOT BOTH BOXES
HITCHED?

TELL ME
YES 'CUS WE
GOTTA GO!

YES,
DAD.

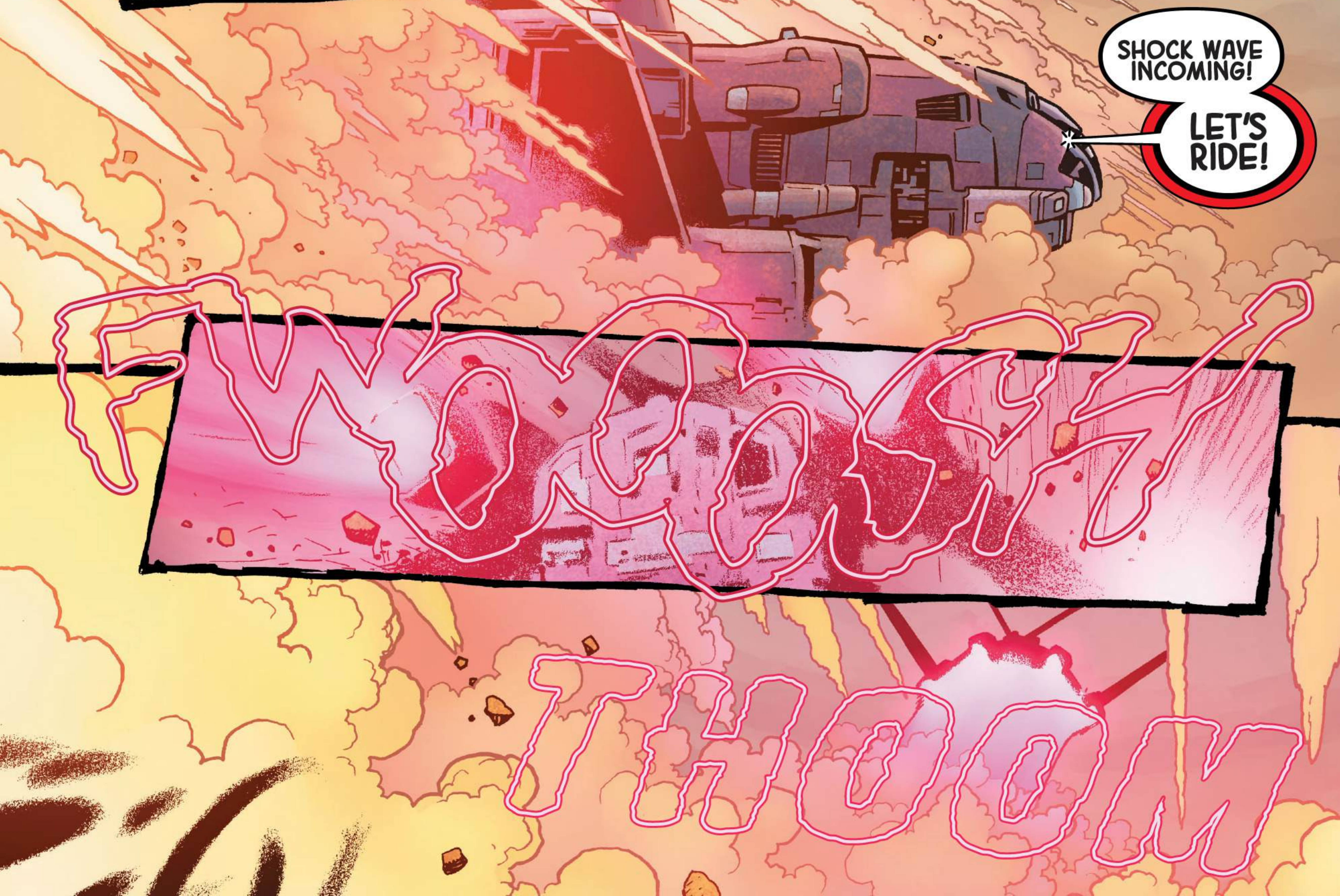


WE'RE 15%
OVERWEIGHT, OUR
EXIT VELOCITY ISN'T
GOING TO BE ENOUGH
TO PULL US AHEAD OF
THE IMPACT WAVE.

WE'RE
FAST ENOUGH.
WE'VE GOT
THIS.

...

SURE.
LET'S GO WITH
THAT.



SHOCK WAVE
INCOMING!

LET'S
RIDE!

FWOOP
THOOOW



WE GOT
ROOTS, NEBULA!
PUSH THE BURNERS
OR WE'RE NOT
GONNA MAKE
IT!



WE'LL
MAKE IT,
QUILL...

"...DON'T KNOW
ABOUT THEM
THOUGH."

WHERE'S MY
STABILIZATION?!

YOU'VE
BEEN MISSING
THAT FOR
YEARS.

UNHELPFUL!

RRRS NAP

"...THEY ARE
GROOT."



THAT'S HOW I MET
THE GUARDIANS OF
THE GALAXY.

IN THE ASHES OF
MY CHILDHOOD...



...WHEN THEY
WERE NOTHING
BUT EMBERS
ON THE WIND.

BUT STILL,
THEY PULLED
ME AND
MINE UP.

SET US ON
ANOTHER WORLD
TO GROW ANEW.

I THINK ON THEM OFTEN,
THOSE HEROES OF THE
MANIFOLD TERRITORIES.

HOW THEY STOOD
FOR THE DEFENSELESS.

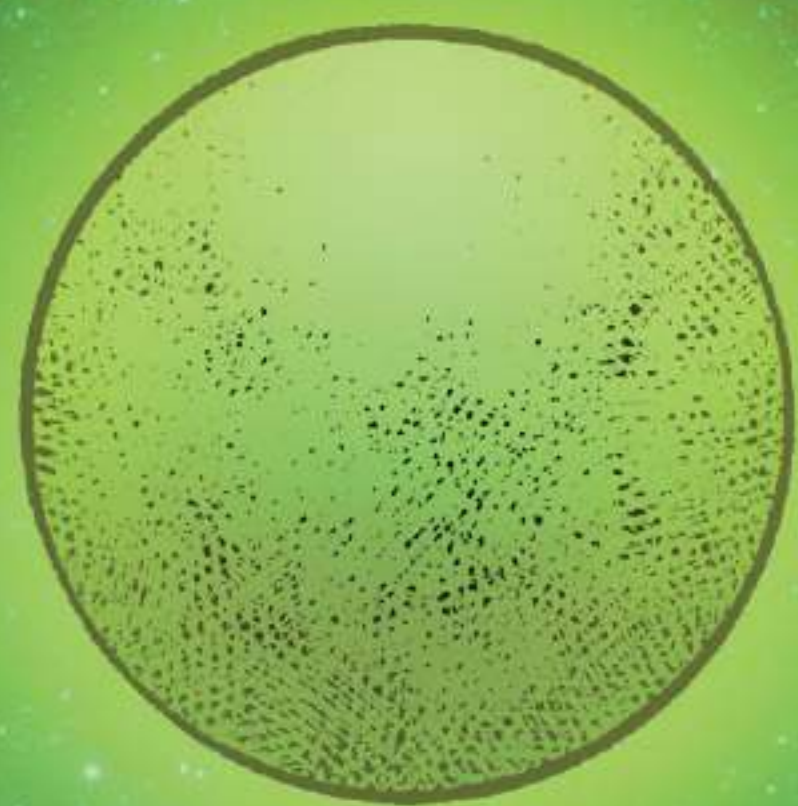
GAVE VOICE TO
THE VOICELESS.

HOW THEY KEPT THE FIRE OF
CIVILIZATION LIT AGAINST THE
COMING OF GROOTSPACE.



BUT THEN, ALL THESE YEARS
LATER, I CAN'T HELP BUT
CONSIDER THAT NO MATTER
HOW MUCH A MAN MIGHT TRY...

...A FIRE ONLY
ENDS ONE WAY.





2

"A FISTFUL OF MYSTERIUM"

WHEN FIRST THE *MANIFOLD TERRITORIES* WERE DISCOVERED AT THE EDGE OF KNOWN SPACE, CIVILIZED CONSENSUS SAID IT WAS LITTLE MORE THAN AN EXPANSE OF A THOUSAND DEAD WORLDS.

BUT AS SO OFTEN HAPPENS IN CIVILIZED CIRCLES, DISMISSAL SOON TURNED TO OPPORTUNISM.

AND OPPORTUNISM TO *EXPANSION*.

SOON, THERE WAS A BATTLEFIELD LIGHT-YEARS LONG BETWEEN TWO SIDES THAT COULDN'T EVEN TRY TO TALK THINGS OUT.



ON ONE SIDE, *SECTORS UNITED*. AND ON THE OTHER...WELL, THEY JUST GOT CALLED THE *WHITECAPS*.

TO THE KREE, THE SHIAR AND THE BROOD, IT WAS THE *MANIFOLD TERRITORIES SETTLEMENT EXCLUSION COMBAT ZONE*.



BUT TO THOSE CAUGHT UP IN THE BLOODSHED, IT WAS JUST THE *FIGHT FOR THE FOLD*.



IT WAS A FIGHT WITHOUT RULES, WITHOUT END...

...AND WITHOUT HEROES.



GOOD LUCK, GAMORA.

YOU'RE THE ONE WHO NEEDS LUCK, PETER.

SO. THE PLAN. YOU THINK ABOUT IT?

WE'RE NOT HERE FOR YOUR INSANE PLAN, NEBULA.

THIS IS PETER'S SHOW.

FLYING US RIGHT INTO THE MIDDLE OF THE FIGHT FOR THE FOLD WITH BARELY ANY GAS LEFT--

--TO TALK TO SOME OLD SOLDIER HE HASN'T SEEN IN A DECADE? AND MY PLAN IS INSANE?

FOR THE EIGHTIETH TIME SINCE GALILEE, IT'S A NO.

DRAX, SHAKE A LEG.

DRAX ISN'T COMING.

HE'S NOT COMING?

I AM NOT COMING.

YOU AND MANTIS ARE GOING TO A PLACE FOR TALKING.

THAT IS NOT A PLACE FOR ME.

**SECTORS UNITED FORWARD
OPERATING POSITION.
"THE FORT."**

PETER
SV'LTINGING
QUILL! YOU OLD
FOR'VASZIT!

I CAN'T
BELIEVE YOU
HAVEN'T BEEN
KILLED YET!

WE
ARE ALSO
SURPRISED!

MANTIS, LET
ME INTRODUCE YOU
TO **KRAKEEN TORETH**,
MY SERGEANT FROM AN
UGLY LITTLE CAMPAIGN ON
MORRICON 4. BUT IT LOOKS
LIKE HE'S RANKED
UP SINCE THEN.

PRIMUS
COMMANDER OF
PLANET STANDOFF. KIND
OF STUFFY, BUT IT'S WHAT
THE S.U. CALLS THE POOR
SLOB WHO LEADS A
BATTALION AT THE
FRONT-LINE.

YOU
ARE MORE
HANDSOME THAN
PETER THINKS
YOU ARE.

YOU KNOW,
I'VE *ALWAYS*
THOUGHT THAT
MYSELF.

I APPRECIATE
YOU LETTING US LAND.
HONESTLY, I'M SURPRISED
TO FIND THINGS SO
QUIET. BY REPUTATION,
STANDOFF IS A
WAR ZONE.

THE BOYS IN
INTEL TELL US THE
WHITECAPS ARE
EXPERIMENTING
WITH EXOTIC
MATTER.

MET
A DRIFTER
OUTSIDE GALILEE
THAT SAID THE
SAME.

WHICH IS WHY
WE'RE ON HIGH
ALERT WHILE THE BIG
BRAINS BACK IN THE
SECTORS OUTSIDE
THE FOLD COME UP
WITH BIGGER
SOLUTIONS.

YOU
MEAN **BIGGER**
WEAPONS.

THE FIGHT
FOR THE FOLD
IS LIGHT-YEARS WIDE.
MOST OF IT'S A
WAITING GAME IN
THE TRENCHES.

LOTTA
WAITING.
EVEN MORE
WATCHING.

ALWAYS.

BEFORE I FORGET, I HAVE SOMETHING FOR YOU.

HAD AN **UNEXPECTED GUEST** ABOUT TWO DAYS AGO. DROPPED OFF A LETTER FOR PETER QUILL, THE STAR-LORD.

WHICH SEEMED STRANGE, SINCE I HADN'T SEEN YOU IN OVER A DECADE AND I'D HEARD YOU'D DROPPED THE NAME.

THE MESSENGER WAS **SPARTOI**. SAID THAT YOUR ARRIVAL WAS "WRITTEN IN THE STARS."

...%&@\$.

OHhh, PETER IS NOTORIOUS FOR HIS DIFFICULTY WITH BOTH FAMILY ISSUES **AND** PREDETERMINATION.

WELL. THANKS, I GUESS. SURE THIS LITTLE NOTE AIN'T GONNA BE TROUBLE FOR ME AT ALL.

BUT FACT IS, KRAKEEN, WE CAME HERE FOR A REASON AND WE SHOULD PROBABLY GET DOWN TO BRASS TACKS.

WELL, I DID HAVE MY DOUBTS YOU WERE HERE TO ENLIST. SPEAK YOUR MIND, QUILL. I'LL LISTEN.

DAMN WELL HOPE SO...

...BECAUSE UNLESS YOU END THIS WAR **NOW** AND REDIRECT EVERY SECTOR'S UNITED EFFORT TO EVACUATING THE MANIFOLD TERRITORIES...

...EVERY ONE OF YOU IS GOING TO **DIE**.

"WHITECAP" FORWARD
ENTRENCHMENT.
DESIGNATION UNKNOWN.

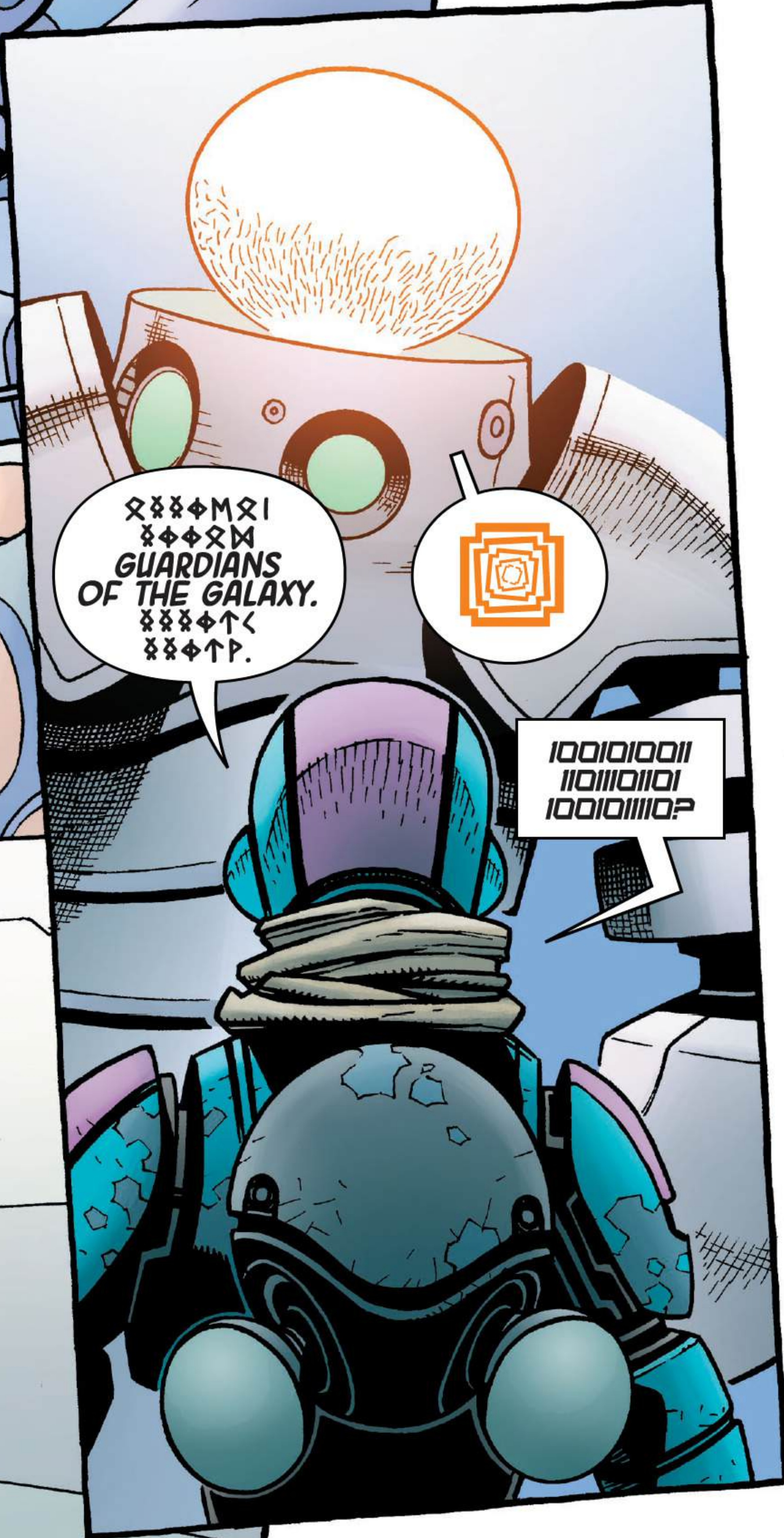


DID
YOU GET
THAT?



I. DID. NOT.
WHICH IS *SURPRISING*,
BECAUSE I SPEAK--
HOLD ON LET ME CHECK--
EVERY KNOWN
LANGUAGE.

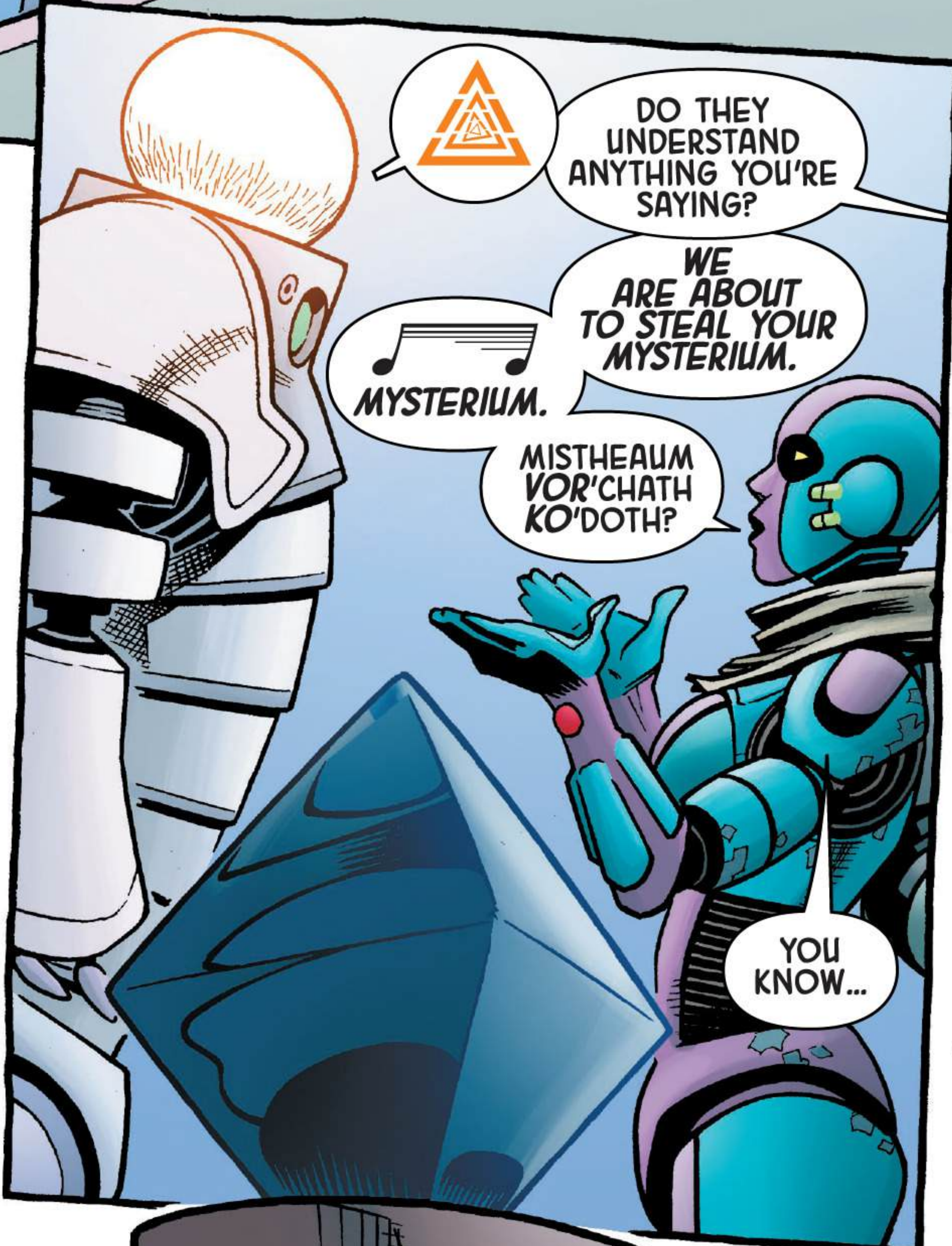
LET'S TRY
SOME STUFF,
SHALL WE?



⌘⌘⌘⌘M⌘I
⌘⌘⌘⌘X⌘
GUARDIANS
OF THE GALAXY.
⌘⌘⌘⌘↑⌘
⌘⌘⌘↑⌘.



1001010011
110110101
100101110?



DO THEY
UNDERSTAND
ANYTHING YOU'RE
SAYING?



WE
ARE ABOUT
TO STEAL YOUR
MYSTERIUM.

MISTHEAUM
VOR'CHATH
KO'DOTH?

YOU
KNOW...

...I DON'T
THINK THEY
DO.





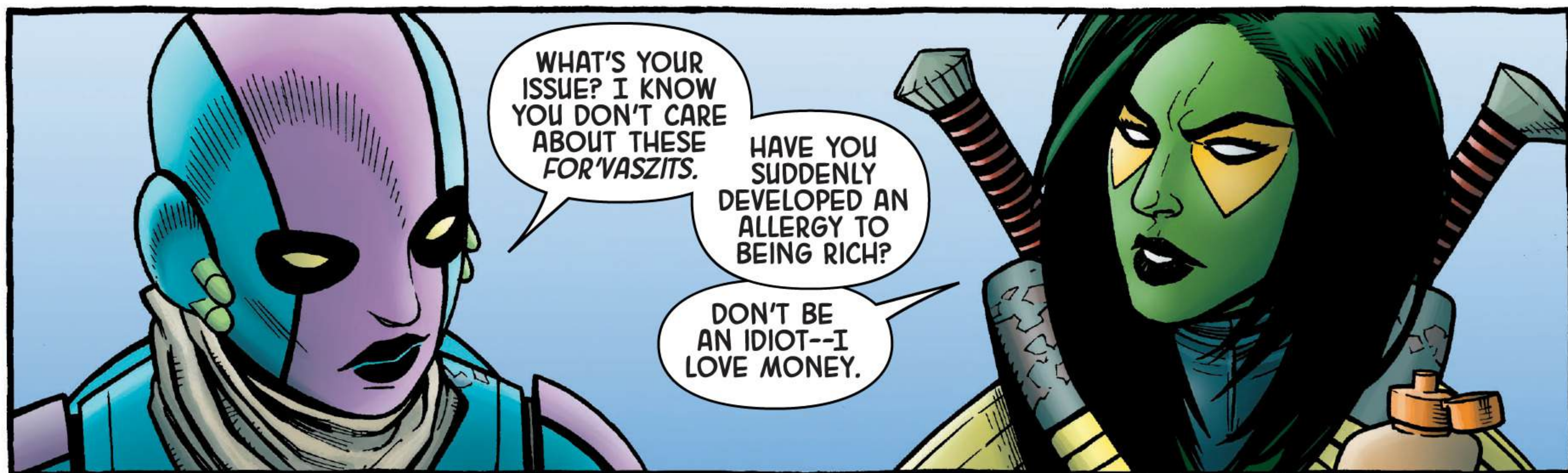
COOL. BUT JUST A QUICK REMINDER. WE ARE **NOT** STEALING THEIR MYSTERIUM.

ARE YOU KIDDING? EVER SINCE THE EARTH MUTANTS **MUTANTED** IT INTO EXISTENCE, THERE IS LITERALLY **NOTHING** MORE VALUABLE IN THE **FLARKING** GALAXY.

AND THAT MUCH OF IT? IT'S A **FORTUNE**.

IF WE COULD MOVE IT, WHICH WE **CANT**.

PLEASE, I HAVE **THE COLLECTOR'S** PERSONAL NUMBER.



WHAT'S YOUR ISSUE? I KNOW YOU DON'T CARE ABOUT THESE **FOR'VASZITS**.

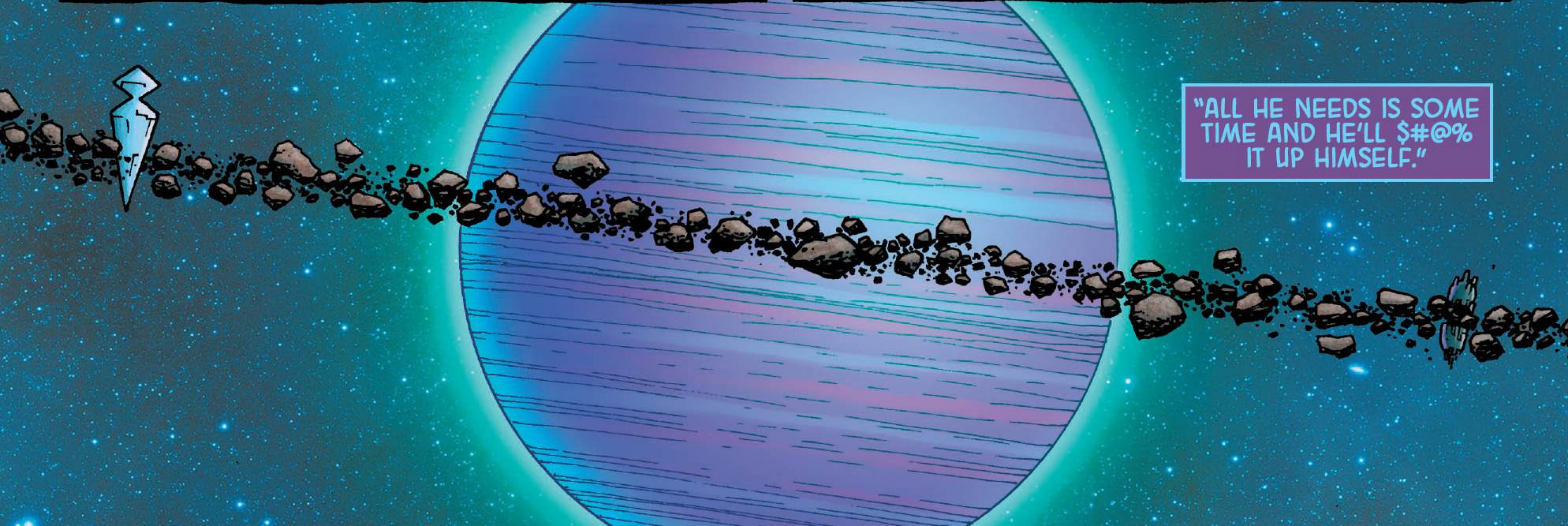
HAVE YOU SUDDENLY DEVELOPED AN ALLERGY TO BEING RICH?

DON'T BE AN IDIOT--I LOVE MONEY.



BUT I WON'T BE THE PERSON WHO RUINS PETER'S PLAN.

OH, IS THAT ALL? THIS IS THE **LEGENDARY STAR-LORD** YOU'RE TALKING ABOUT.



"ALL HE NEEDS IS SOME TIME AND HE'LL **\$#@%** IT UP HIMSELF."



WE CALL IT
GROOTFALL.

IT CONSUMES
ENTIRE WORLDS. SO
FAR, WE HAVEN'T FOUND
A THING IN THE GALAXY
THAT CAN REASON
WITH IT.

THOUGHT I'D
HEARD THE BIG
TREE WAS YOUR
FRIEND.



IT AIN'T
HIM ANYMORE. IT'S
SOMETHING ELSE. AND
IT'S COMING FOR EVERY
WORLD IN THE FOLD,
NO MATTER WHO
LAYS CLAIM.



ON MORRICON 4, THINGS
WERE SIMPLER, WEREN'T THEY?
FIGHTING SOMEONE ELSE'S
WAR, BECAUSE...BECAUSE IT
MADE SENSE. PAID TO MARCH,
PAID TO KILL. WHAT'S MORE
IMPORTANT THAN
MONEY?

BUT WHEN
I CAME HOME, I
FOUND THAT MY LITTLE
WORLD WAS BEING
SQUEEZED BETWEEN
CARTELS AND
INVASION.

SKRULL AND
SHI'AR AT OUR
BACKS, LOOKING
TO EXPAND.

AND MY
LITTLE WORLD
WASN'T ALONE.

SECTORS UNITED
IS MORE THAN ANY
ONE PLANET--IT'S
ALL OF US.

EVERY WORLD BEING
PUSHED AROUND BY
"CIVILIZATION," WITH
ITS BACK UP
AGAINST THE
UNKNOWN.

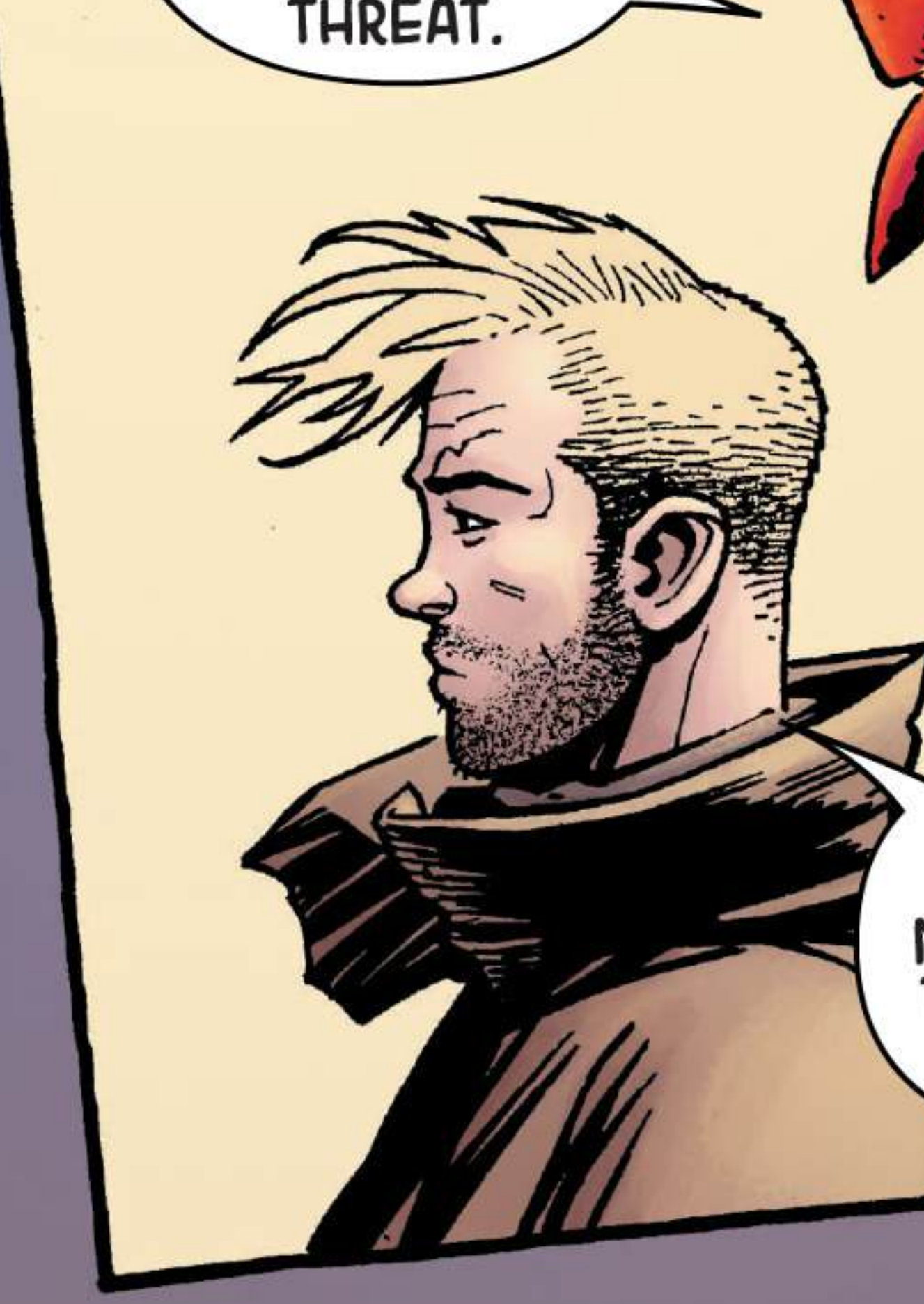
BINDING
TOGETHER
TO SURVIVE
AGAINST WHAT
COMES
OUT OF THE
DARK.



WHICH IS *WHY*
YOU'VE GOT TO *PULL BACK*,
ALL THE WAY OUT OF THE
MANIFOLD TERRITORIES. WHAT'S
COMING OUT OF THE DARK
CAN'T BE STOPPED.



YEAH? 'CUS
THE WHITECAPS
ARE HERE NOW.
THEY'RE THE
IMMEDIATE
THREAT.



MAYBE NOT.
I HAVE ALLIES
NEGOTIATING WITH
THEM RIGHT NOW,
AS WE SPEAK--

NEGOTIATING?
THE WHITECAPS
LITERALLY *DON'T KNOW*
HOW. THEY ARE THE
THREAT TO US--TO
EVERYONE.

AND WE'RE
NOT BACKING
DOWN.





KRAKEEN,
COME ON. IF YOU
KEEP FIGHTING THIS WAR
WITH LARGER AND LARGER
WEAPONS...YOU'RE PUTTING
EVERYONE IN DANGER.
AND I CAN'T LET
THAT HAPPEN.



THIS ISN'T
YOUR FIGHT,
PETER.



WE'RE THE
GUARDIANS OF
THE GALAXY.

IT'S
ALWAYS OUR
FIGHT.



A BOLD
POSITION.



BUT GLOX FORBID
WE STAND AGAINST
THE SUPER HEROES
OF SPACE.

YOU GOT
A DEAL.



THAT'S...
REALLY, THAT IS
GREAT TO HEAR,
KRAKEEN.



EXCEPT
HE'S CLEARLY
LYING! PETER,
GET BACK!





STAND
DOWN?!

WE'RE
FIGHTING FOR **OUR**
FREEDOM!

AND
VAGUELY
RACIST TERRITORIAL
CONQUEST, BUT
WHATEVER.

LIKE, I JUST
GOT HERE AND
I ALREADY WANNA
CRACK YOUR CLAWS,
LOBSTERFACE.

AS SOON
AS YOU INVOKED
THE RIGHTS OF YOUR
GALACTIC AUTHORITY,
YOU MADE A DIRECT
THREAT UPON THE
IDEALS OF OUR
REPUBLIC!

THE SECTORS
UNITED WON'T BE
VICTIMS. NOT OF THE
WHITECAPS OR GUARDIANS
OR **FLARKING GROOT**--
WE STAND FOR
OURSELVES!

YOU KNOW
WHAT? NEBULA
WAS RIGHT!

HOW
SO?

THIS
IS A **BAD**
PLAN!

WE'RE
SECTORS
UNITED!

WE!
WILL!

NOT!

BREAK!





BOOM!

WE'LL LOOK AT THAT. A *QUILL-SHAPED* EXPLOSION. WHO COULD HAVE PREDICTED?

OKAY, *FIIIIIIINE*.

IT'S OKAY TO BE WRONG, GAMORA.

IT'S OKAY FOR YOU TO KISS MY ASS, NEBULA.

COME ON. ADMIT IT.

WE'RE THE GUARDIANS OF THE GALAXY.

THIS IS HOW IT WAS ALWAYS GOING TO GO!



GOOD NEWS!
THEY TOTALLY
BLEED LIKE NORMAL
ALIENS!

YEAH, BUT
THEY'VE GOT
SOME KIND OF-
OF-OF-OF--



OH
NO.

TECHNOPATHS.

HOWEVER
WILL WE
SURVIVE?

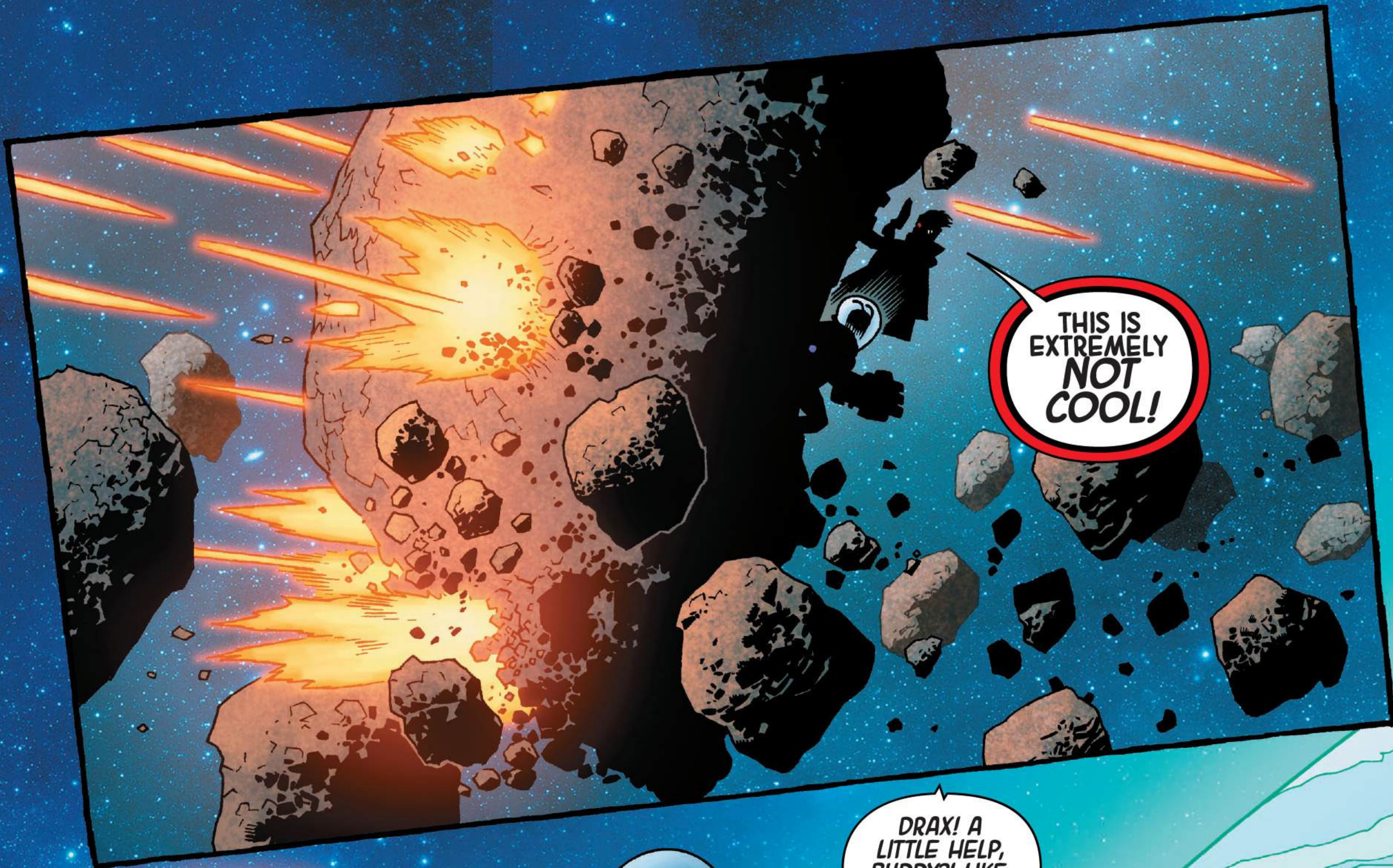
OH
NOOOOOOOOOOO.



THANKS,
SIS.

YOU MADE
ME DROP MY
BOOZE. THAT BIG
HUNK OF
MYSTERIUM PAYS
FOR MORE,
COOL?

YEAH. VERY
COOL.



THIS IS
EXTREMELY
NOT
COOL!



DRAX! A
LITTLE HELP,
BUDDY?! LIKE,
ANY HELP AT
ALL?

NO. I'M
FINE.

THANK
YOU.

I SWEAR,
EVERY DAY IN
THE FOLD, YOU
GUYS ALL GET
A LITTLE
CRAZIER.

YOU ARE
DELIGHTED BY
OUR WHIMSICAL
NATURES!



AND
NOW ENJOY
MY **MEAN**
THROWING
ARM.

ALSO, FUN
FACT I JUST PULLED
FROM THE MIND OF
YOUR CRAB-BASTARD
FRIEND?

TURNS OUT,
THIS WHOLE WAR
IS BEING RUN ON SOME
KINDA CRAZY ROCK.
MYSTERIMAX?
MYSTARALON?

MYSTERIUM.
THE MOST EXPENSIVE
ARMS RACE IN THE GALAXY.
AND WE WALTZED
RIGHT IN.

DUNNO WHY
YOU'D WANT TO
KNOW THAT, BUT
IT FELT LIKE YOU
SHOULD, I
GUESS.

OH, I
KNOW EXACTLY
WHY, MANTIS.

YOU WANT
TO TELL ME
BECAUSE BACK IN
THE OLD DAYS, WE
WOULD'VE ONLY
COME HERE TO
STEAL IT.

YES.

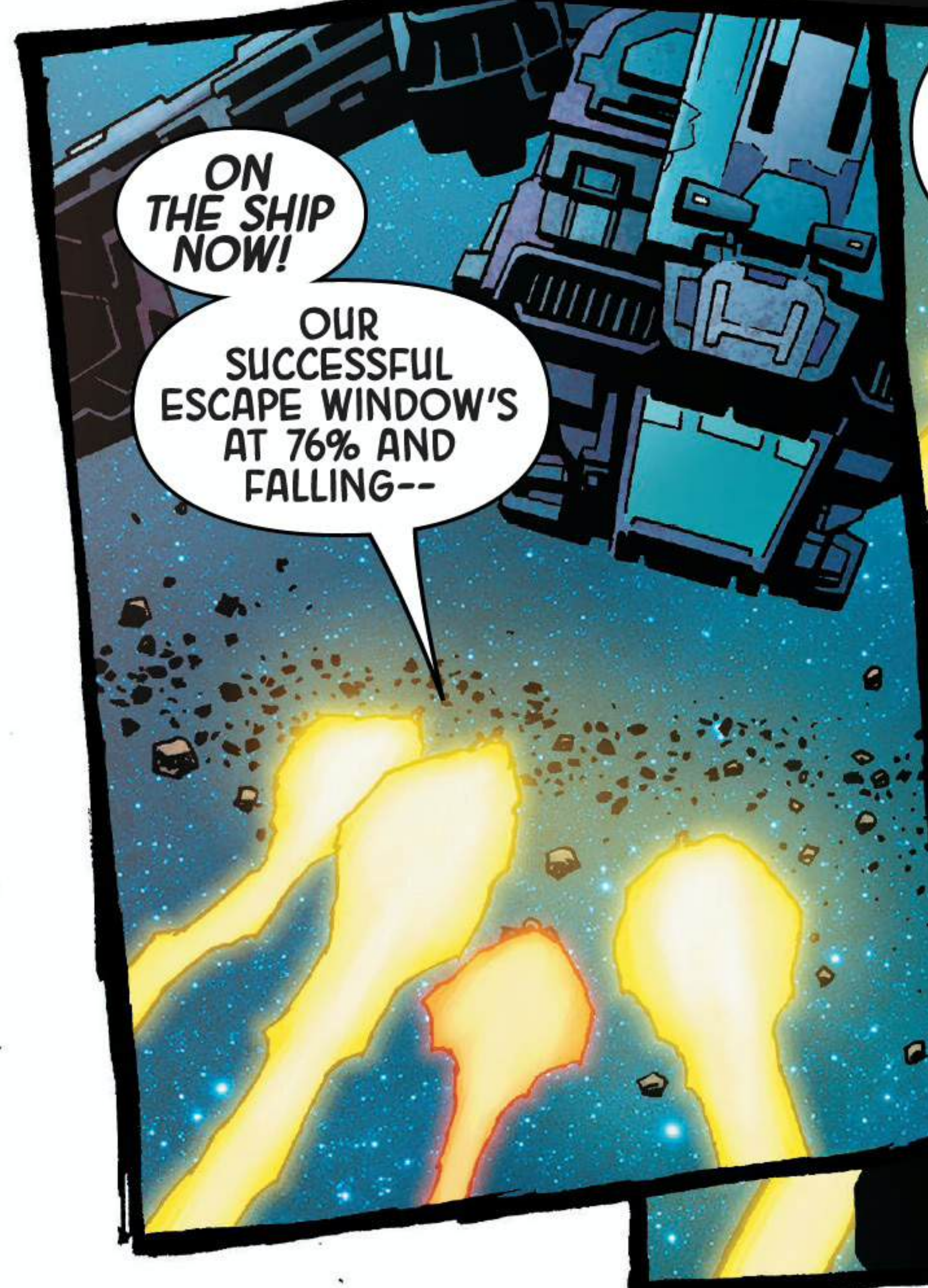
THE OLD
DAYS.



OH HEY,
LOOK WHAT
WE FOUND
JUST LYING
AROUND!



HAHA
HAHAHA
HAHA!!!



ON
THE SHIP
NOW!

OUR
SUCCESSFUL
ESCAPE WINDOW'S
AT 76% AND
FALLING--



EVERYBODY ON,
WE GOTTA FLY
AND WE GOTTA
FLY NOW!

DAMMIT.

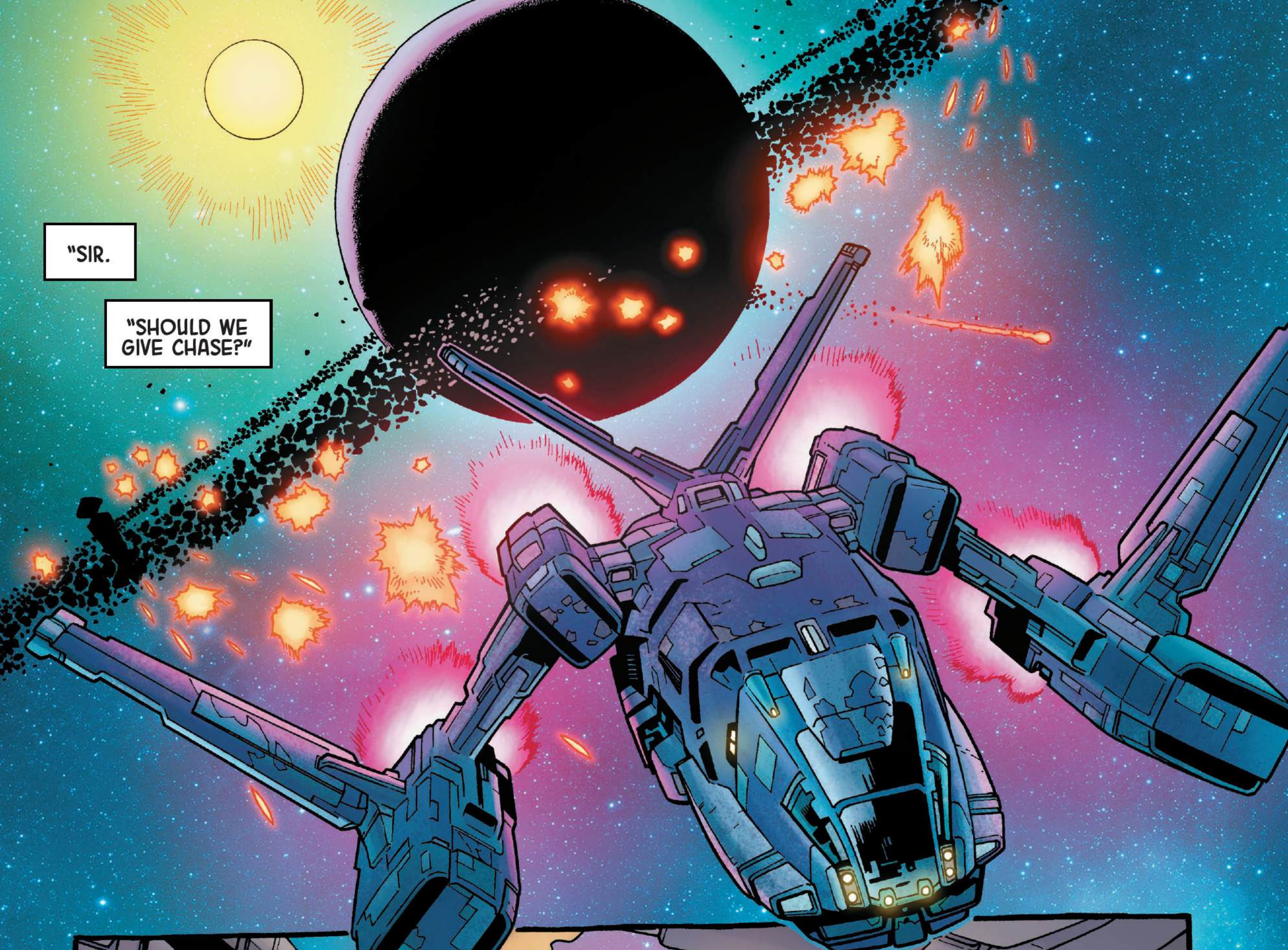
DAMN
IT ALL.



THANK YOU,
PLACE FOR NOT
TALKING.

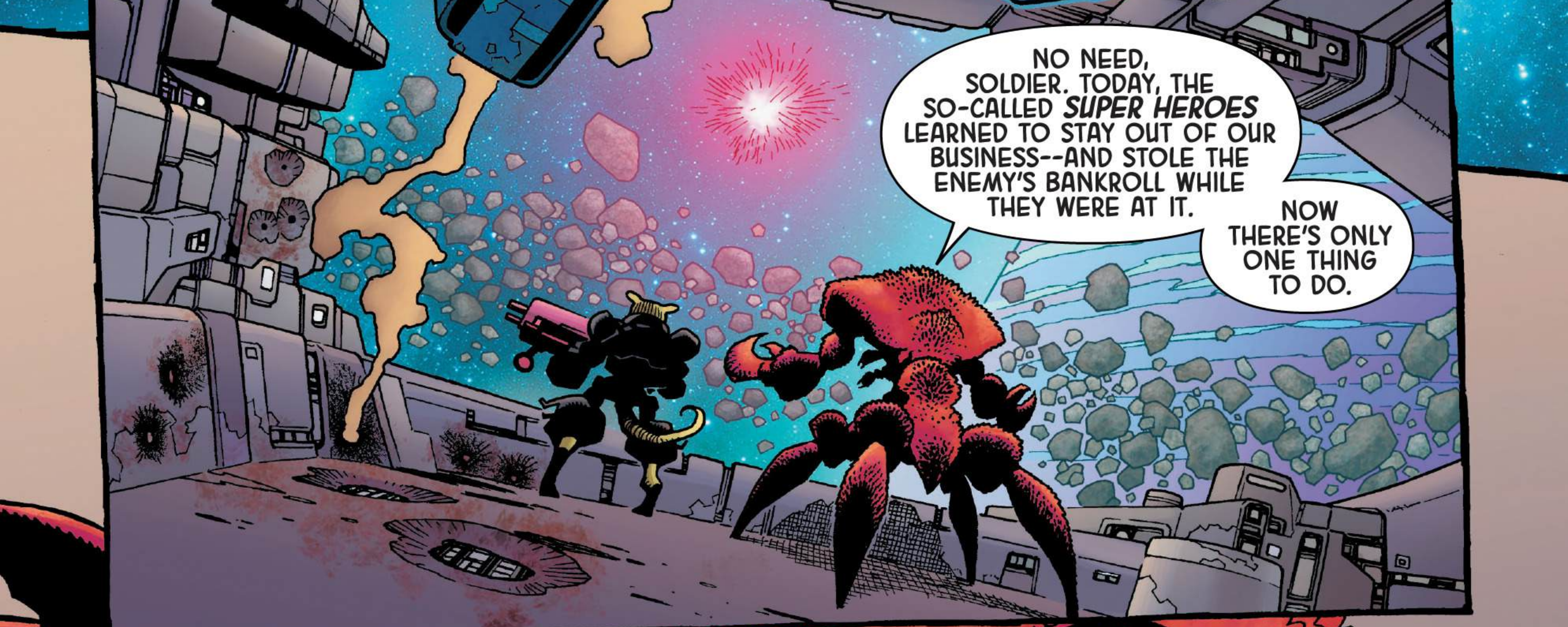


I THINK I
UNDERSTAND.



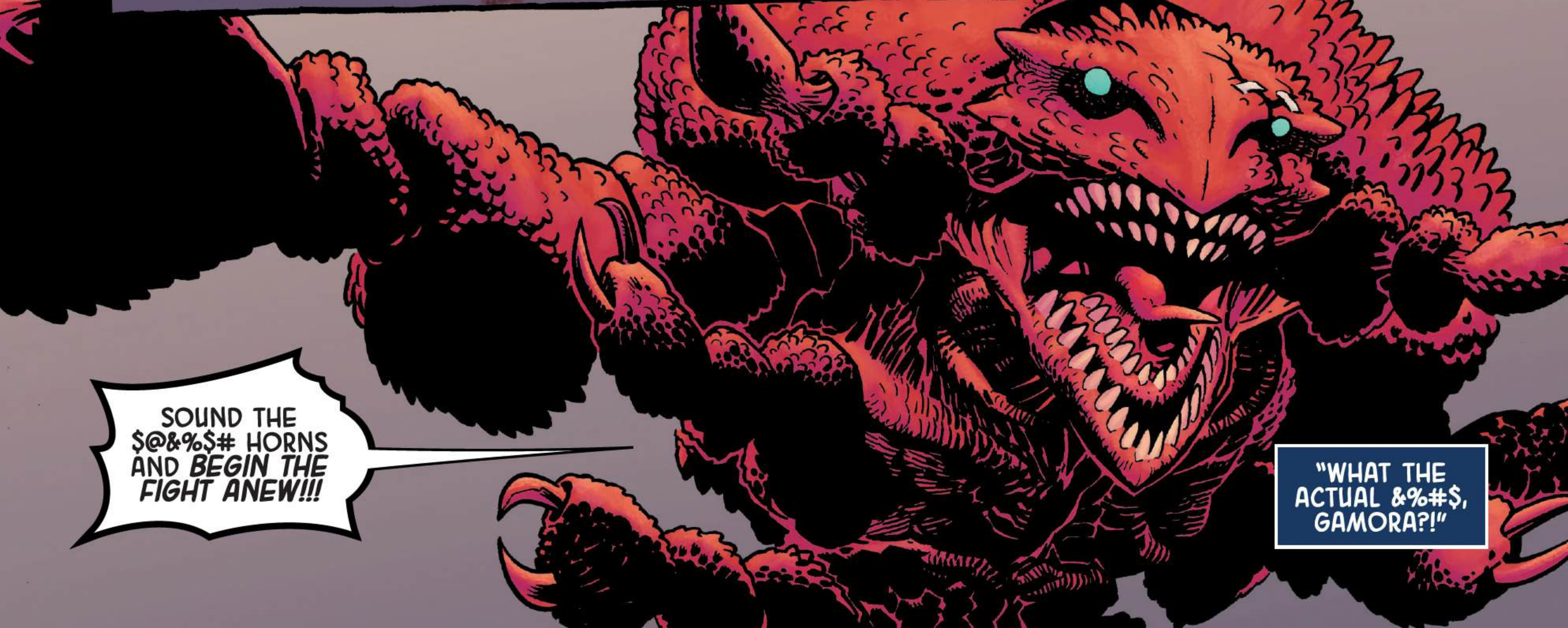
"SIR.

"SHOULD WE
GIVE CHASE?"



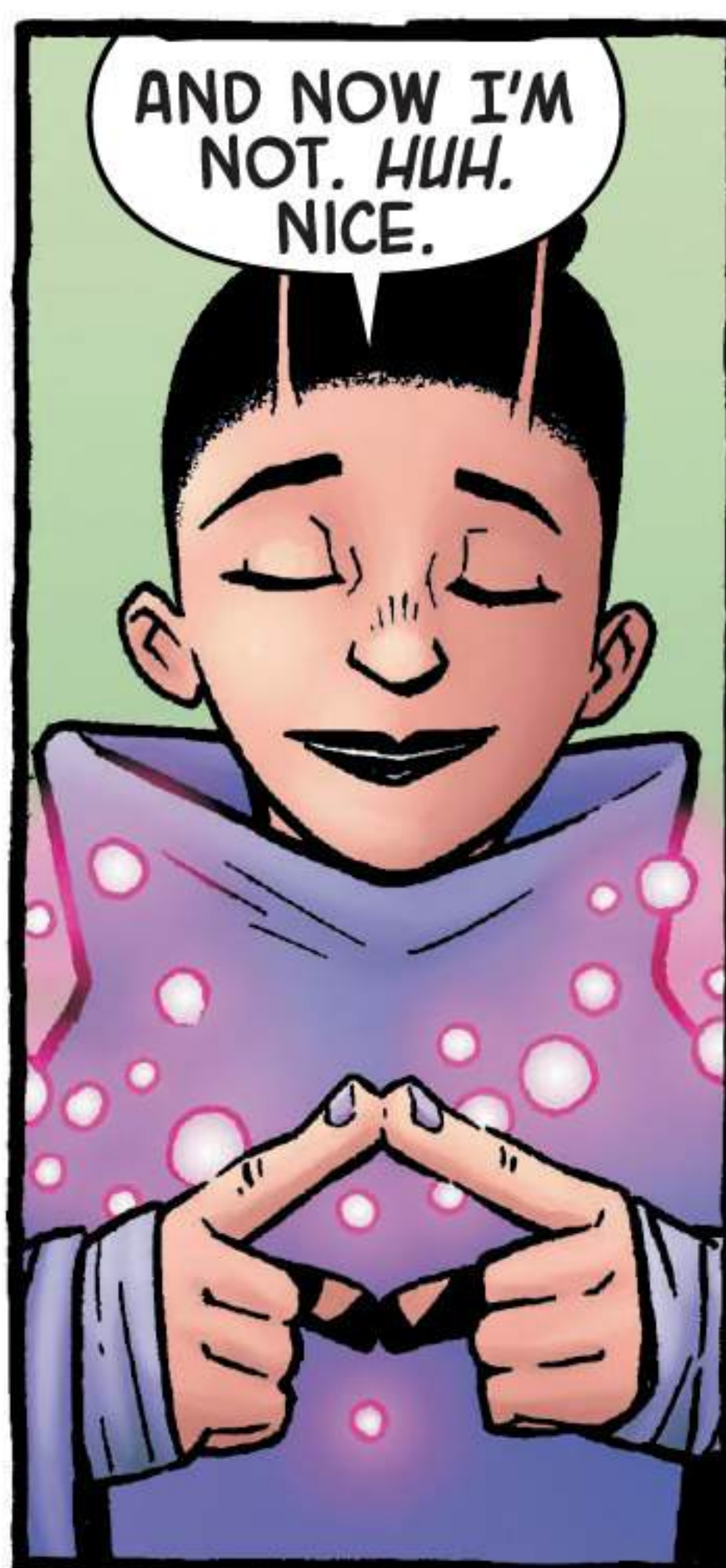
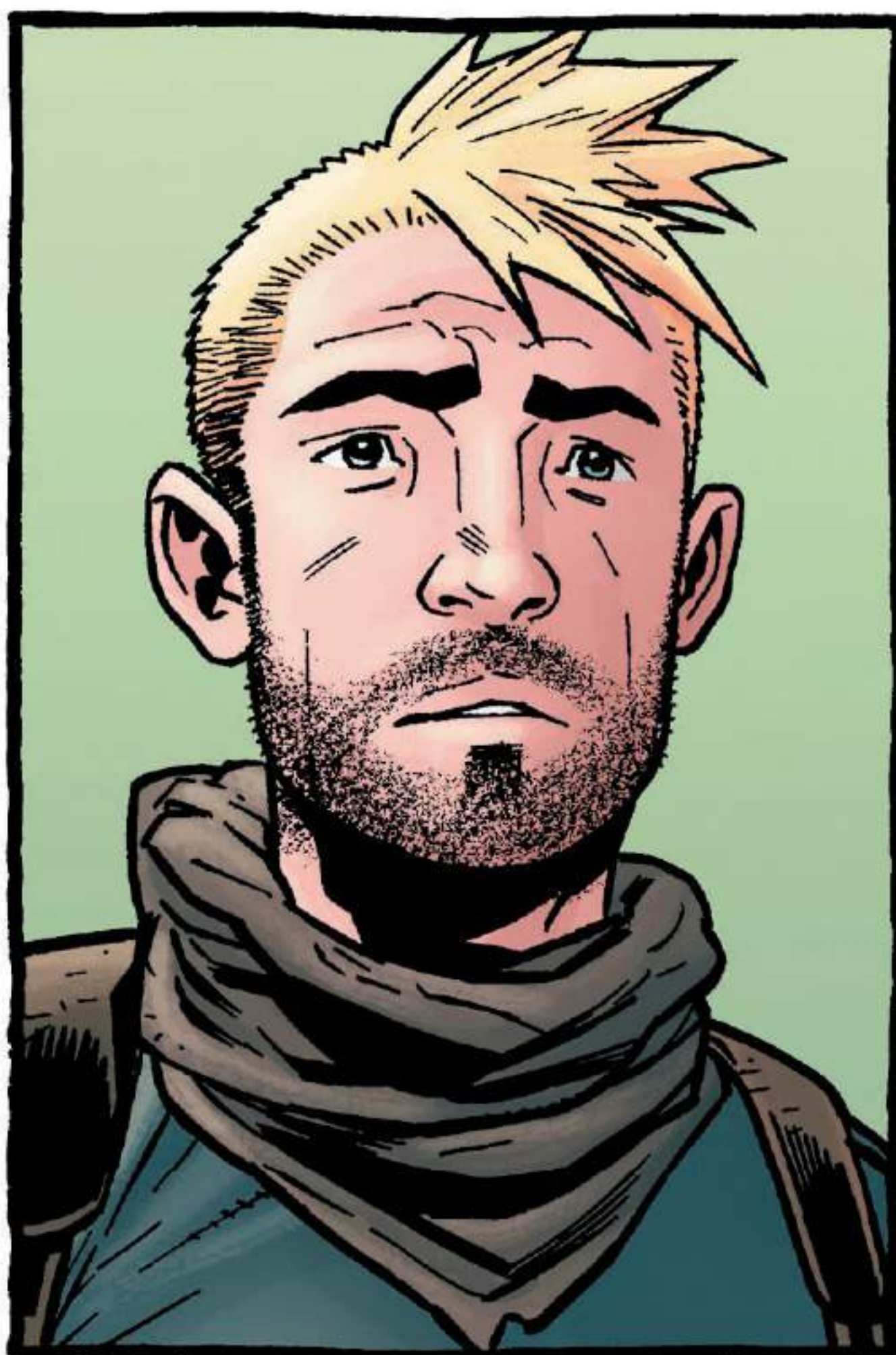
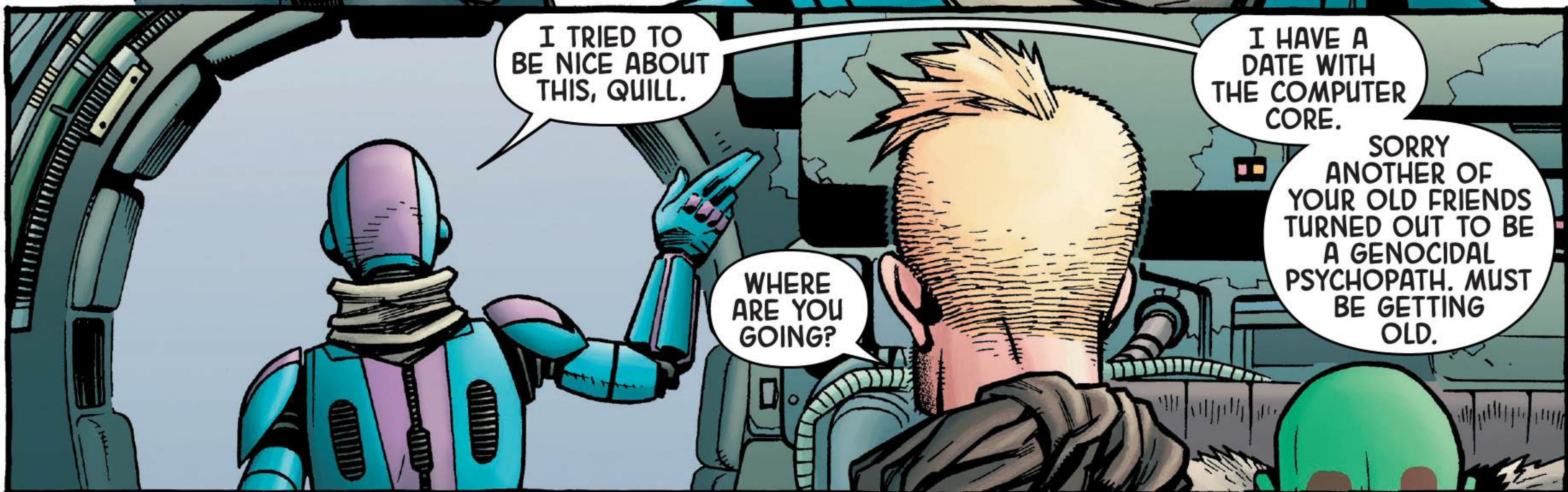
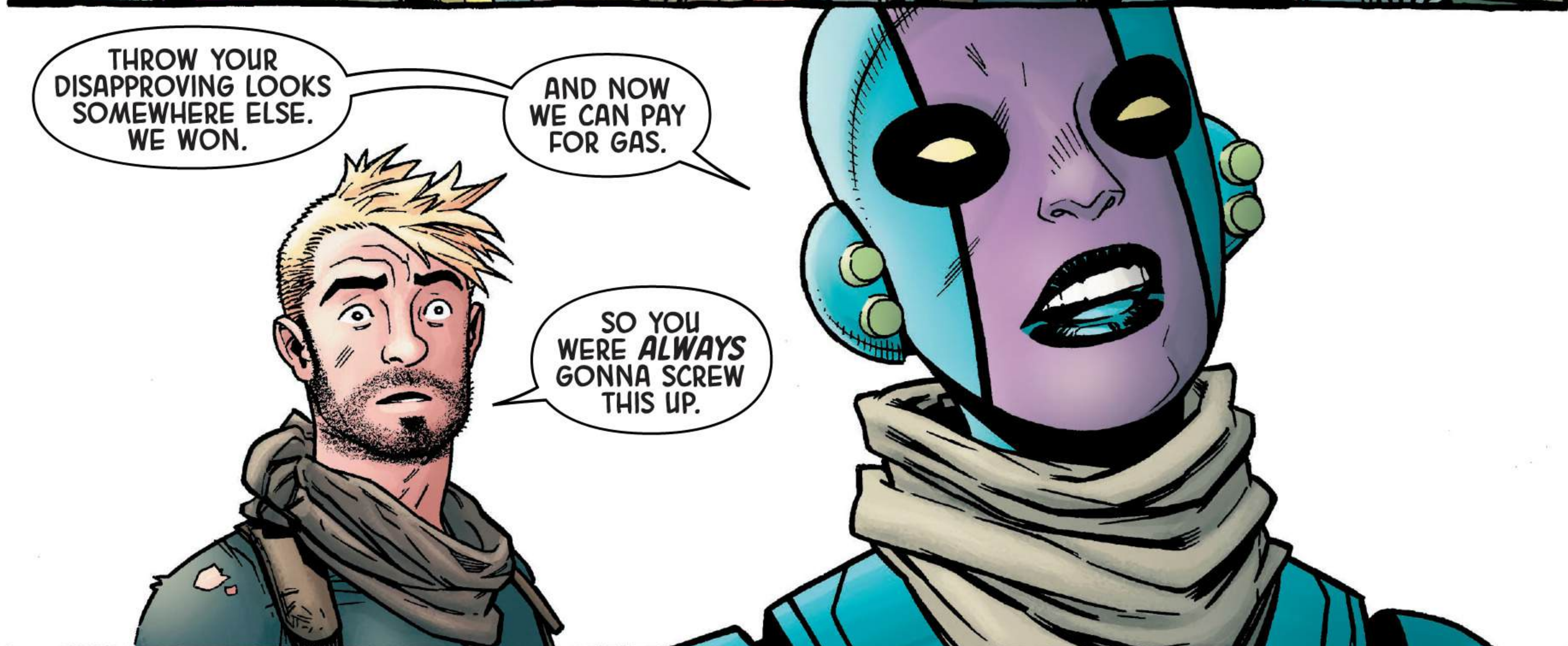
NO NEED,
SOLDIER. TODAY, THE
SO-CALLED *SUPER HEROES*
LEARNED TO STAY OUT OF OUR
BUSINESS--AND STOLE THE
ENEMY'S BANKROLL WHILE
THEY WERE AT IT.

NOW
THERE'S ONLY
ONE THING
TO DO.



SOUND THE
\$@&%\$# HORNS
AND *BEGIN THE
FIGHT ANEW!!!*

"WHAT THE
ACTUAL &%#\$,
GAMORA?!"





YOU KEEP
SEARCHING
FOR NOBILITY
IN A CHAOTIC
UNIVERSE.



BUT YOU WILL ONLY FIND YOUR
VULNERABLE EYES GOUGED
OUT AND LEFT FOR THE
BONE VULTURES.



YEAH, DRAX?
AND WHAT DID
YOU SEE STARING
INTO THAT
USELESS PLANET
ALL DAY?



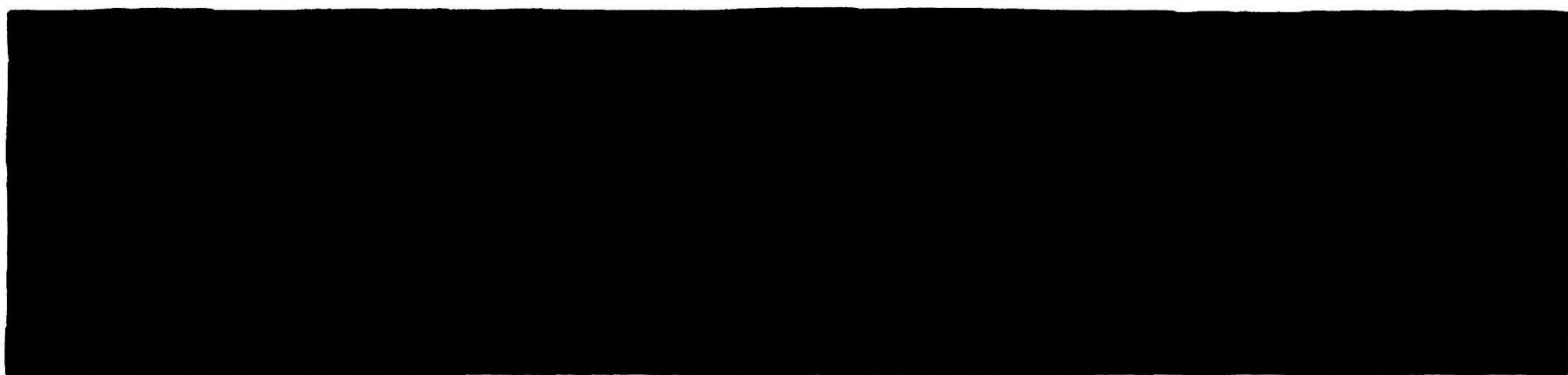
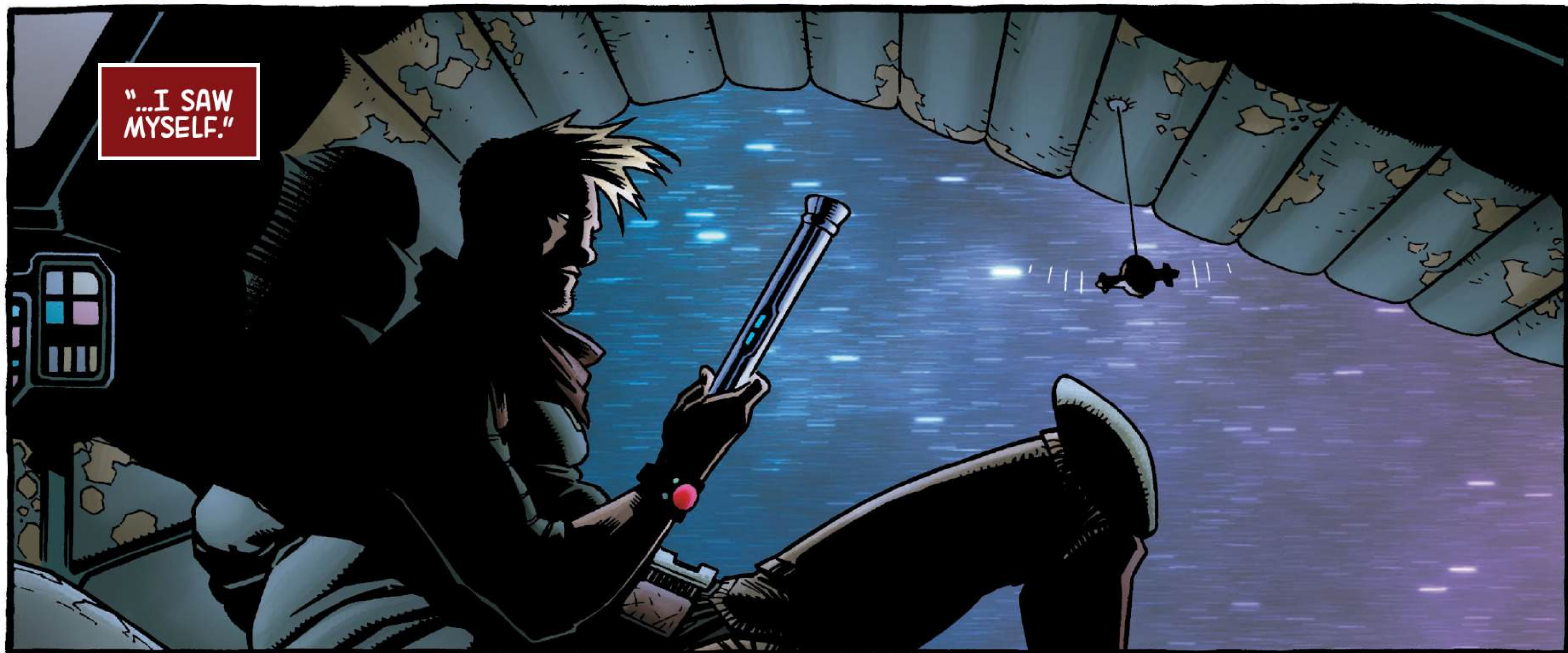
A PLACE OF CALM.
RINGED BY RUBBLE.
TORN ASUNDER BY TWO
THINGS THAT HAVE NO
BUSINESS THERE...



...AND THAT
CANNOT ABIDE
THE EXISTENCE
OF THE OTHER.



MYSELF,
PETER
QUILL...





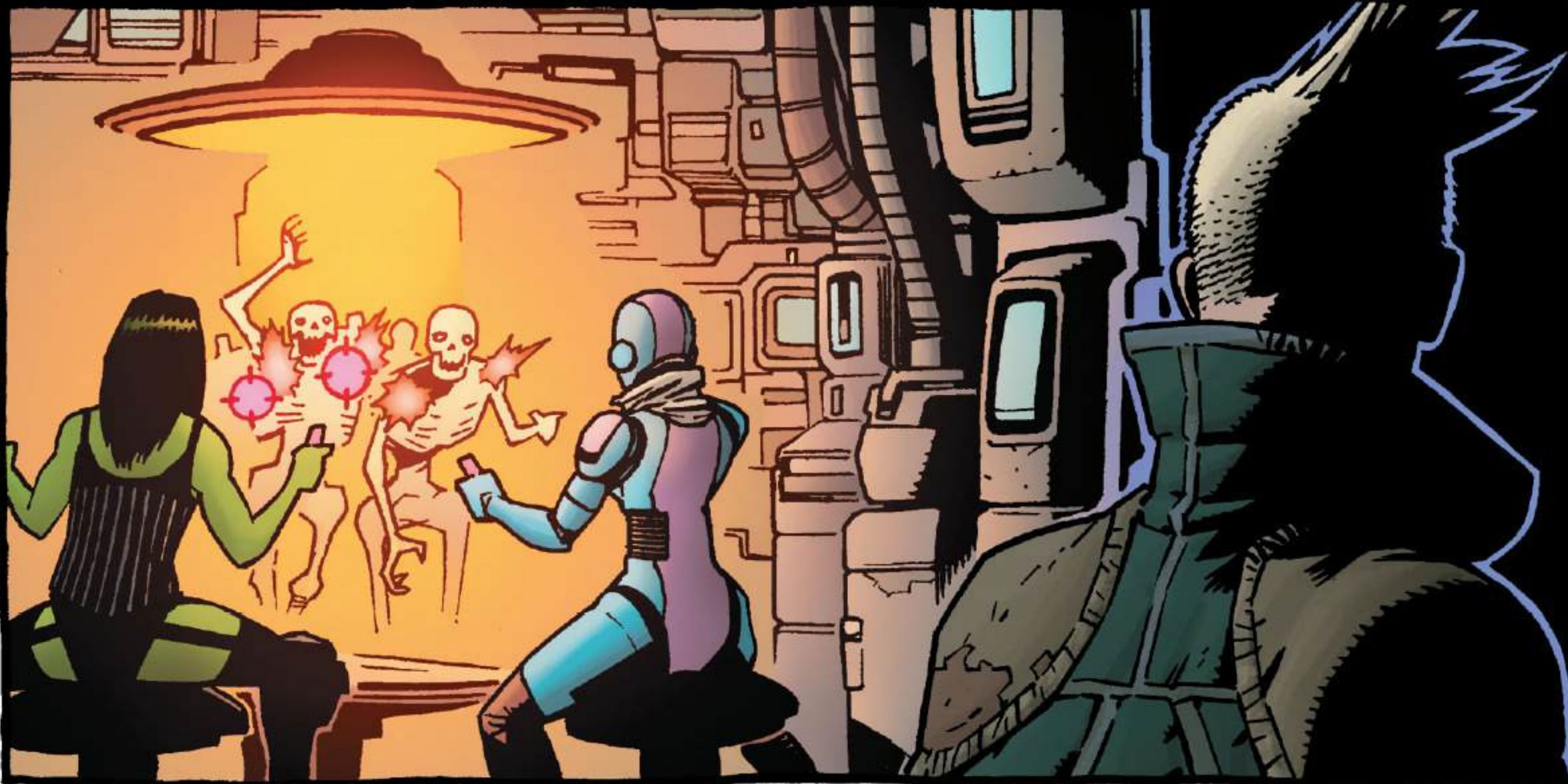
#1 VARIANT BY KAE NGU



3

"HUNT OF THE SPARTAX"

IN THE CITYWORLDS,
WHERE QUILL WAS
FROM, IT WAS CALLED
THE GILDED HUNT.



HIS PA HAD
DONE IT
EVERY YEAR.

AND NOW HIS
SISTER, **VICTORIA**,
HAD COME CALLING.

HE HADN'T SEEN HER
SINCE THE PROSCENIUM.
HE'D GOTTEN PRETTY GOOD
AT PRETENDING THE
CITYWORLDS DIDN'T EXIST.

HE WAS A MAN
OF THE FOLD,
THOSE DAYS.

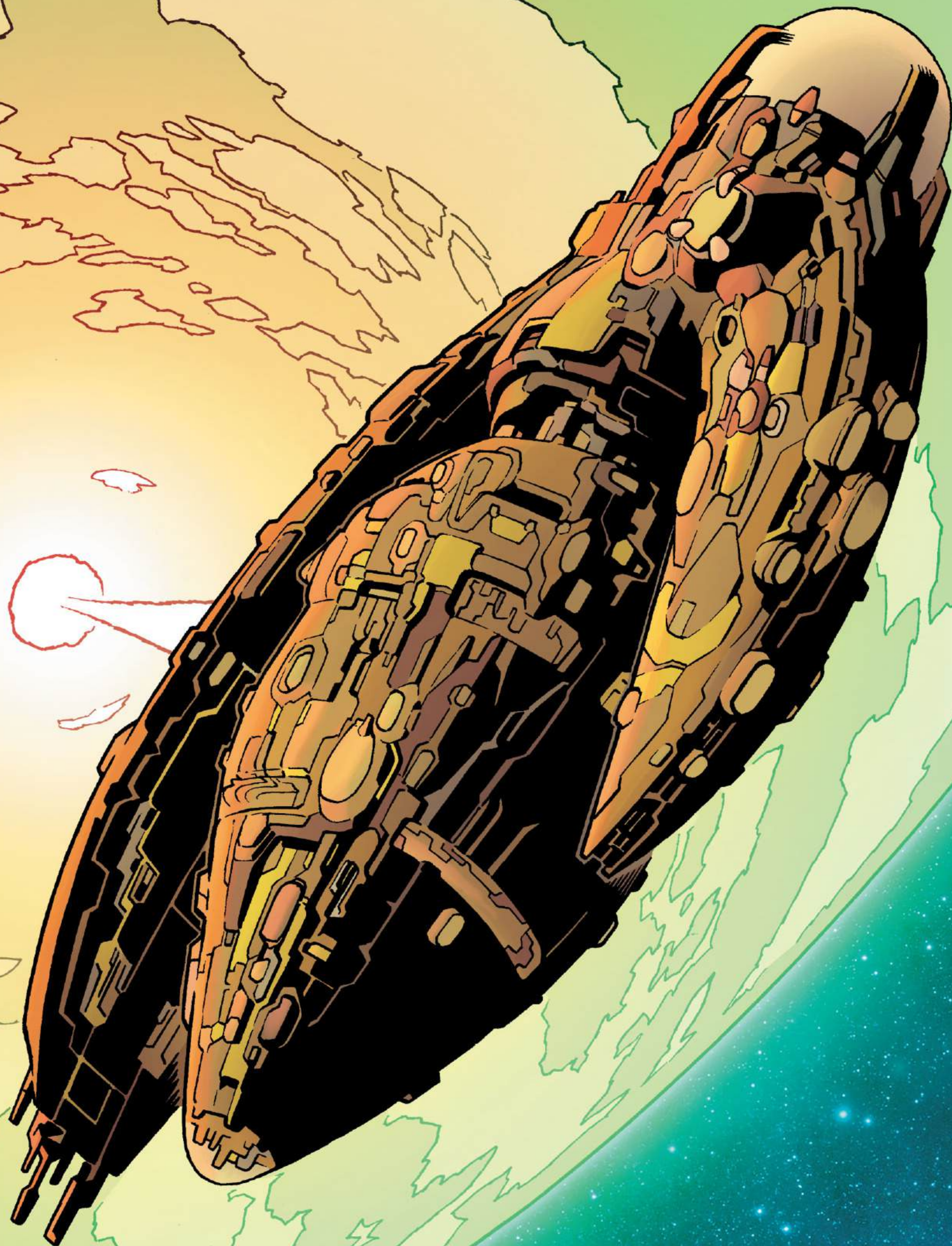


BUT ONE PHRASE
ON HER LITTLE SCROLL
CAUGHT HIS EYE.

AND JUST KEPT
CATCHING TILL
HE BROKE.

Peter...

...don't %&\$#
this up.



QUILL TOLD HIMSELF HE
WOULDN'T. THAT HE
COULD PLAY A CIVILIZED
GENTLEMAN FOR A TIME.

EVEN LEFT HIS POSSE
BEHIND, ALL 'CEPT
THE BEST HUNTER
OF THE BUNCH.



HE TRIED TO REMEMBER
WHAT IT WAS LIKE TO BE
THAT MAN, UNTAINTED
BY DUST AND SHAME.

HE TRIED TO FEEL
THE LONG-DEAD
SUN IN HIS HEART.

FOOSH

HEAR
YE, FORGOTTEN
CORNER OF THE
COSMOS! REJOICE...



FOR I,
CAPTAIN SAGITTAR
OF THE FIRST ARCANA,
CLAIM YOU IN HONOR
OF THE GILDED HUNT
OF THE SPARTAX!

PRINCE
PETER, WOULD YOU
HONOR US BY SETTING
FIRST FOOT ON THE
HUNTING SOIL?

THE
SOIL YOU JUST
STERILIZED FROM
ORBIT?



IMPRESSIVE,
NO? IF IT PROTECTS
A SINGLE SPARTOI LIFE,
IT IS AN INFERNO
WELL FIRED.



I MUST SAY, I'D
HEARD THE RETINUE
OF THE STAR-LORD WAS
MOTLEY, BUT I'D NOT
EXPECTED YOUR VALET
TO BE A PUNGENT
SAVAGE.



WHAT KIND OF SPARTOI
REFRESHMENTS CAN HE
MAKE WITH THOSE
CRUDE KNIVES, PRINCE
PETER?

YOU WILL
SEE WHAT I
CAN DO WITH THESE
KNIVES, YOU
AWFUL CHILD.



THAT IS A
PROMISE.



YOU HAVE FAR MORE WEAPONS THAN HUNTERS.

WELL, SURPLUS IS A SURE MARK OF CIVILIZATION.

YET STILL, YOU HAVE NOT BROUGHT ENOUGH.

NO HUNT HAS EVER DEPLETED EVEN A *THIRD* OF ITS AMMUNITION.

THE WILDERNESS DOES NOT CARE.



MY PRINCE. YOUR REGALIA AWAITS.

NO. ABSOLUTELY NOT. ME AND MINE ARE DONE WITH ALL THAT.

BUT...ROYAL ONE, THE MAJOR ARCANA...



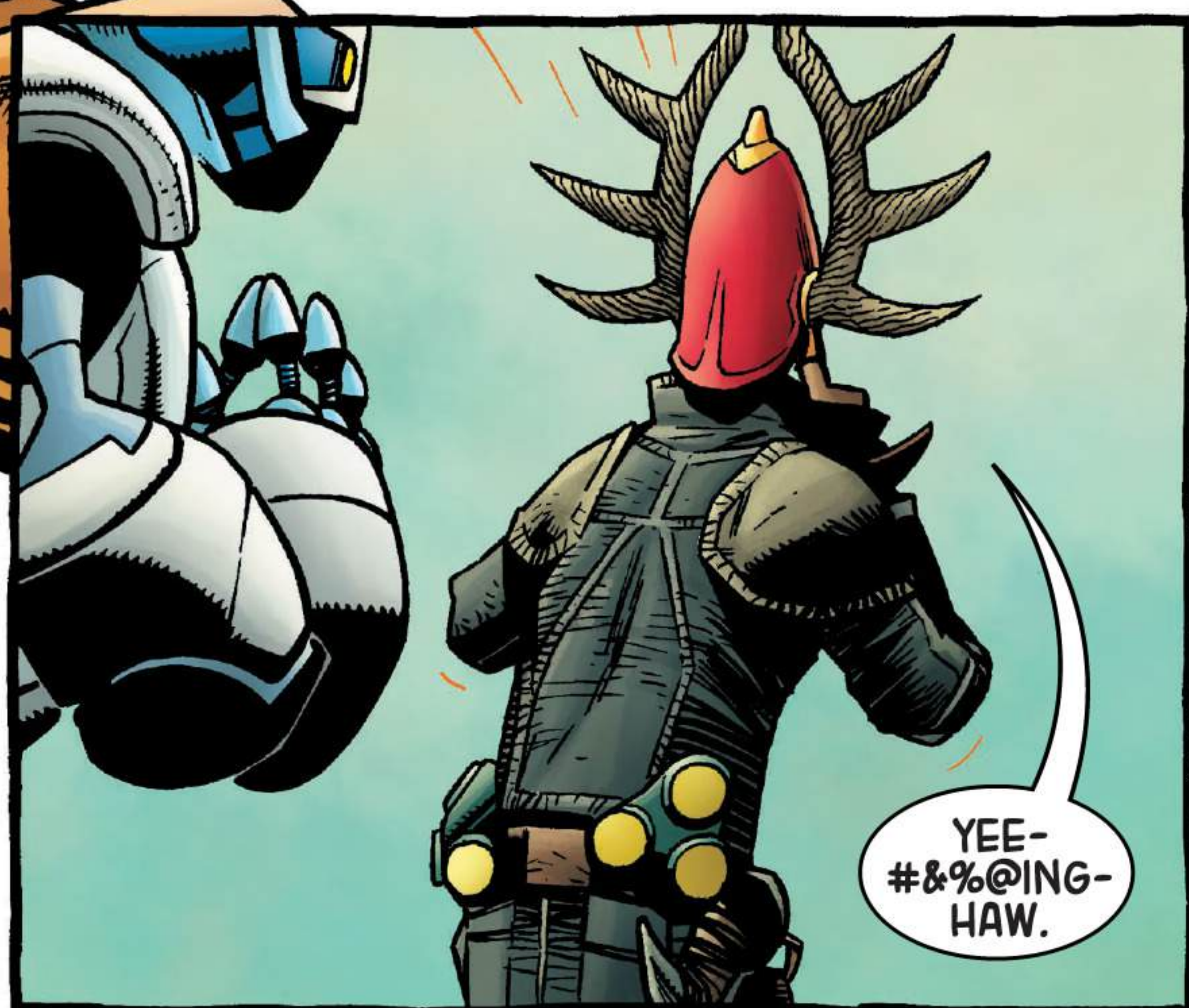
DRONE.

LEAVE THE EARTHEN PRINCE BE.

IF HE WISHES TO FORGO THE CEREMONIAL HUNTSMAN'S CAP, WE SHALL SIMPLY MARK THIS HUNT AS *CURSED* AND SURELY THE START OF OUR EMPIRE'S PRECIPITOUS DECLINE.



Peter, don't %&\$# this up.



YEE-#&%@ING-HAW.



IT SEEMS LIKE THE NATIVES HAVE LET THEIR GARDENS RUN A BIT RIOT, EH, HM?

THEY WEREN'T NATIVES.

THEY WERE COLONISTS. MANIFOLD TERRITORIES HAVE GOT NO NATIVE LIFE--THIS PLACE WAS SETTLED BY HOMESTEADERS. THEY CALLED THIS PLANET RA'THALAMZI.

RA'THALAMZI? MORE LIKE, RA'THAL-ME-UP A REFRESHING AETHER TEA, CHOP-CHOP!

THIS IS WHY I'M OUT HERE, CAPTAIN SAGITTAR. FOREST MIGHT BE PRETTY, BUT IT AIN'T NATURAL. PLANET GOT HIT BY SOMETHING CALLED--

"GROOTFALL."

OH, WE KNOW ALL ABOUT THE CONSEQUENCES OF THAT LITTLE EMBARRASSMENT WITH THE PROSCENIUM A YEAR AGO.

A PERFECT EXAMPLE OF THAT WHICH I BELIEVE TO THE CORE OF MY GILDED SELF: "SPARTOI ARE BEST WITH SPARTOI."

WHEN WE GO MIXING, IT JUST LEADS TO TROUBLE.

PETER QUILL! YOUR HOMETOWN FRIENDS ARE EMBARRASSING AND PATHETIC.

THEY ARE ALSO DRESSED LIKE OOLIAN DANCE NUNS AND HAVE THE DECAYING MINDS OF BIGOTS--

TO ARMS!



A HUNTING BEAST EMERGES!



PATHETIC, ARE WE?



MY LORDS.

LET US SHOW THIS SAVAGE THE POWER OF THE SUN.



WELL SHOT!
A **CLEAR THREAT**,
HANDLED CRISPLY!

THESE
BEASTS WILL ADD
A FULL SHELF OF
TROPHIES TO MY
GAME ROOM!

IF WE
KEEP THIS UP,
WE'LL BEAT MY
GRANDFATHER'S
RECORD FOR
SURE!

...THIS ISN'T
RIGHT.

I AGREE.
I ALONE HOLD
SEVENTEEN MEDALS OF
SPARTOI VALOR! A PARTY
UNDER MY COMMAND
SHOULD BE COLLECTING
GAME AT A **MUCH**
FASTER RATE.

NOT THE
POINT. THERE
SHOULDN'T BE **GAME**
HERE **AT ALL.**
THIS WORLD GOT HIT.
NOTHING SURVIVES
GROOTFALL.

ADAPTATION IS
A **KIND OF DEATH**,
OH BROTHER TO
MY QUEEN.

OF COURSE,
DEATH ITSELF IS
ALWAYS
PREFERABLE.



A TRUE BEAUTY!

HA HAH!



THIS IS NO HUNT. THIS IS... BUTCHERY.

EVERYTHING IS A HUNT. YOU SEE WHAT YOU WANT. YOU GO AFTER IT. YOU TAKE IT. IT'S YOURS.

WHAT YOU ARE DESCRIBING IS *THEFT*.



AUGUST AND INCREDIBLE MASTERS, I HAVE LOCATED A SUMPTUOUS TARGET. A BEAST OF UNUSUAL SIZE.

PREDATORY?

UNKNOWN, ILLUSTRIOUS CAPTAIN...



...BUT IT
IS CERTAINLY
A PRIZE.

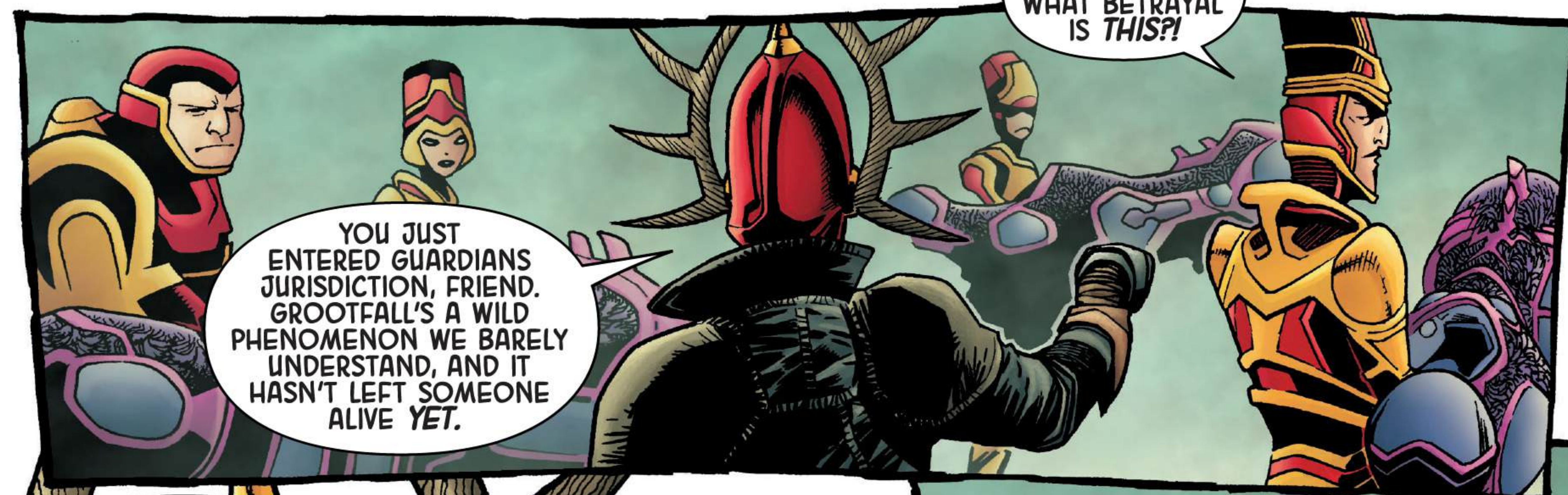


BEAUTIFUL.

SHE
WILL BE
OURS.

'FRAID I
CAN'T LET
YOU DO THAT,
SAGITTAR.

BY THE
GREAT CRAB!
WHAT BETRAYAL
IS THIS?!



YOU JUST
ENTERED GUARDIANS
JURISDICTION, FRIEND.
GROOTFALL'S A WILD
PHENOMENON WE BARELY
UNDERSTAND, AND IT
HASN'T LEFT SOMEONE
ALIVE YET.

ME AND
MINE HAVE BEEN
TRYING TO UNDERSTAND
THIS FOR A DAMN YEAR.
AND WE'VE *NEVER*
SEEN A PLACE
LIKE THIS.

SO *HOLD
BACK*. LET ME
TRY TO TALK TO IT.
MAYBE WE CAN FINALLY
UNDERSTAND
WHY--

"TALK"?

WITH A
FLORA
COLOSSUS?

AYE. YER
A *MASCOT*,
EARTHBLOOD.

OUR GLORIOUS
HAUL AWAITS.
SO REMOVE THAT
BARREL FROM MY SIGHT,
OR CONSIGN YOURSELF
TO BECOMING OUR
PRIZE *YOURSELF*.

PETER
QUILL!

GO
NOW!

I WILL TEACH
THESE HILARIOUS IDIOTS
THE MEANING OF GLORY!
AND I WILL NEED
NO GUN!

ONLY THE
MUSIC OF MY
BLADES.

YOU CONFUSE
YOUR HUNT REGALIA
FOR YOUR ANTLERS
OF OFFICE. YOUR
PRESENCE HERE IS A
*CEREMONIAL
COURTESY--*

--YOU HAVE
NO ACTUAL
AUTHORITY OVER
THE GILDED HUNT,
AND YOUR
PEASHOOTER WILL
NOT HALT OUR
GLORIOUS
CHARGE.



SORRY, VICTORIA.

YOU DARE LAY YOUR FILTHY BLADE ON A TRUE MAN OF SPARTAX?!

THE GALL!



OKAY.

OKAY.

ONE SHOT, PETE. ALL YOU GOT. ALL YOU NEED.



PETER QUILL! YOU MISTAKE YOURSELF, SIR! IF THIS IS HOW YOU SEEK TO CONDUCT YOURSELF...



THEN THE VERY BASIS OF YOUR LIFE IS WRONG!!!



COME ON,
GROOT.

YOU'RE UP
TO SOMETHING
HERE.

HELP ME
UNDERST--

PETER
QUILL.

YOU ARE
GROOT.

GROOT.
CAN YOU
HEAR ME?

CAN YOU
UNDERSTAND
WHAT I'M
SAYING?

YOU ARE
GROOT.

NO.
I'M YOUR
FRIEND.

I'M ONE
OF THE LAST
PEOPLE IN THIS
ENTIRE *GALAXY* WHO
BELIEVES YOU'RE
STILL *IN THERE*
SOMEWHERE.

BUT I
HAVE TO
UNDERSTAND
WHY YOU'RE
DOING
THIS.

I AM
GROOT.

THAT'S NOT AN
ANSWER! SPEAK PLAIN!
I'M IN YOUR MIND--OR
YOU'RE IN MINE--THIS ISN'T
A TIME FOR LANGUAGE
BARRIERS, MAN!

YOU ARE
KILLING PEOPLE.
DO YOU UNDERSTAND?
YOU KILLED OUR
FRIENDS.

YOU'RE
KILLING *ME*,
RIGHT *NOW*.

NOW...

...NOW IS
GROOT.

THEN WAS
ALONE.

ROCKET
KNOWS.
ROCKET
SAW.

ROCKET?
WE CAN
BRING YOU TO
ROCKET!

WE CAN
FIND A WAY
TO REVERSE THIS!
WE CAN MAKE
THINGS RIGHT!

THINGS
ARE RIGHT,
FRIEND
PETER.

ALL IS
GROOT.

NOT
DEAD.

BLOSSOMED.

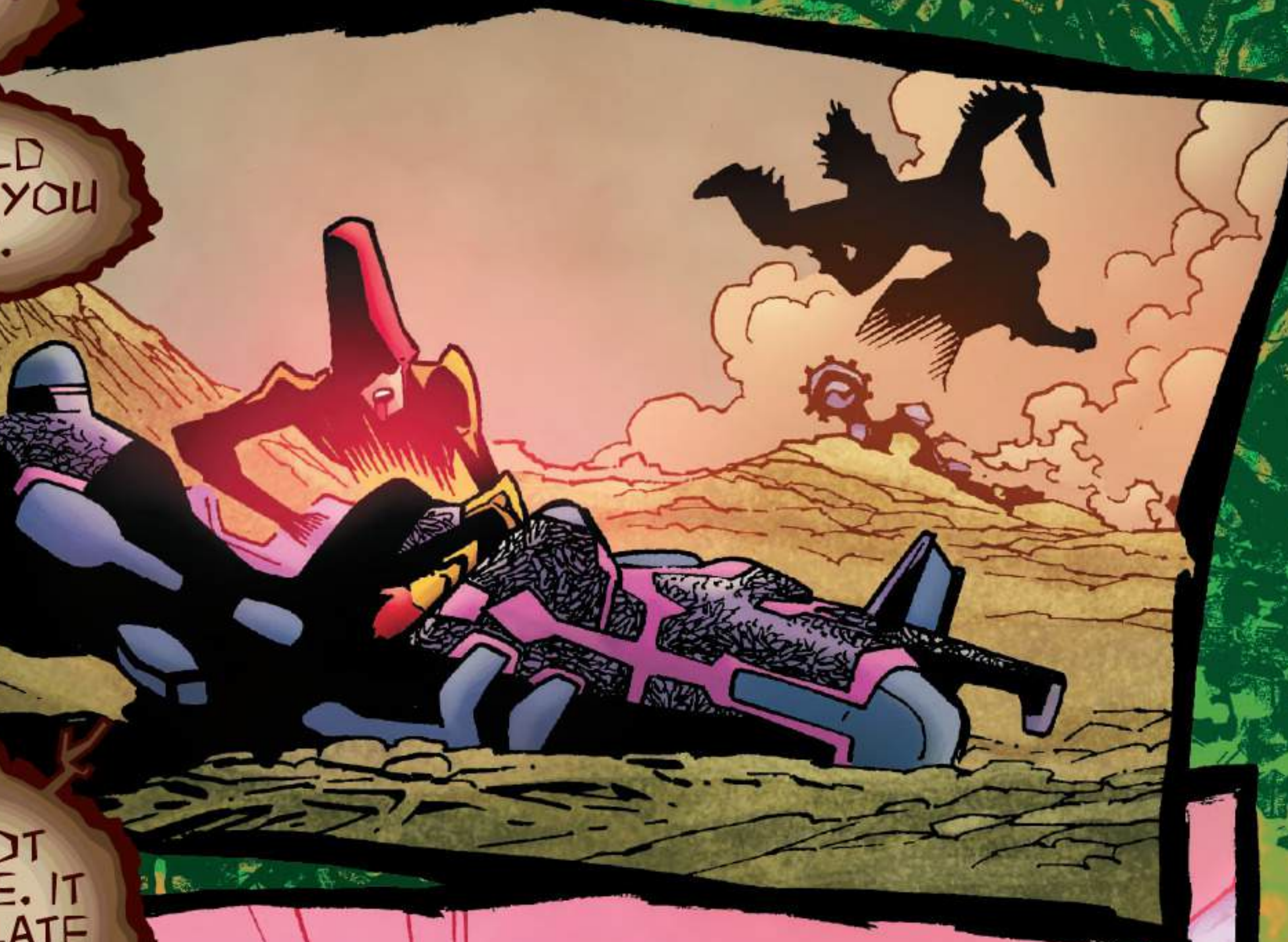
MY FRIEND,
BRING ROCKET.
I WOULD SHOW
YOU ALL.

I WOULD
EMBRACE YOU
AGAIN.

WE
WOULD BE
FAMILY.

BUT NOT
THIS ONE. IT
IS TOO LATE
FOR THIS
ONE.

NO!





KRAK



HUZZAH

HUZZAH!

WHAT A
SHOT, CAPTAIN!
LIKE THE ARROW
OF ORION!

LET IT *NEVER*
BE SAID THAT *SPARTAX*
HOLDS BACK HER DOMINION
FROM MAN OR BEAST,
REGARDLESS OF THE
SIZE!

NOW TO
CAMP WITH US!
WE'LL MAKE FOR
HOME WITH
TROPHY AND
TALE!

YOU'LL TELL
YOUR *CHILDREN* ABOUT
THIS DAY! AND THEY TOO
WILL KNOW THE CERTAINTY OF
THE *UNENDING DOMINION*
OF THE *ASTROLOGERS*
OF *SPARTAX*!

WHY, WHO
CAN SAY? PERHAPS
EVEN THE NEXT *MASTER*
OF THE *SUN* STANDS AMONG
OUR NUMBER? FOR SURELY,
THE STAIN OF *EARTHBLOOD*
WILL SOON FADE FROM
OUR HISTORY...

...AND WE
SHALL BE THE
FUTURE OF
SPARTAX!



"WELL.

"THAT WAS QUICK."

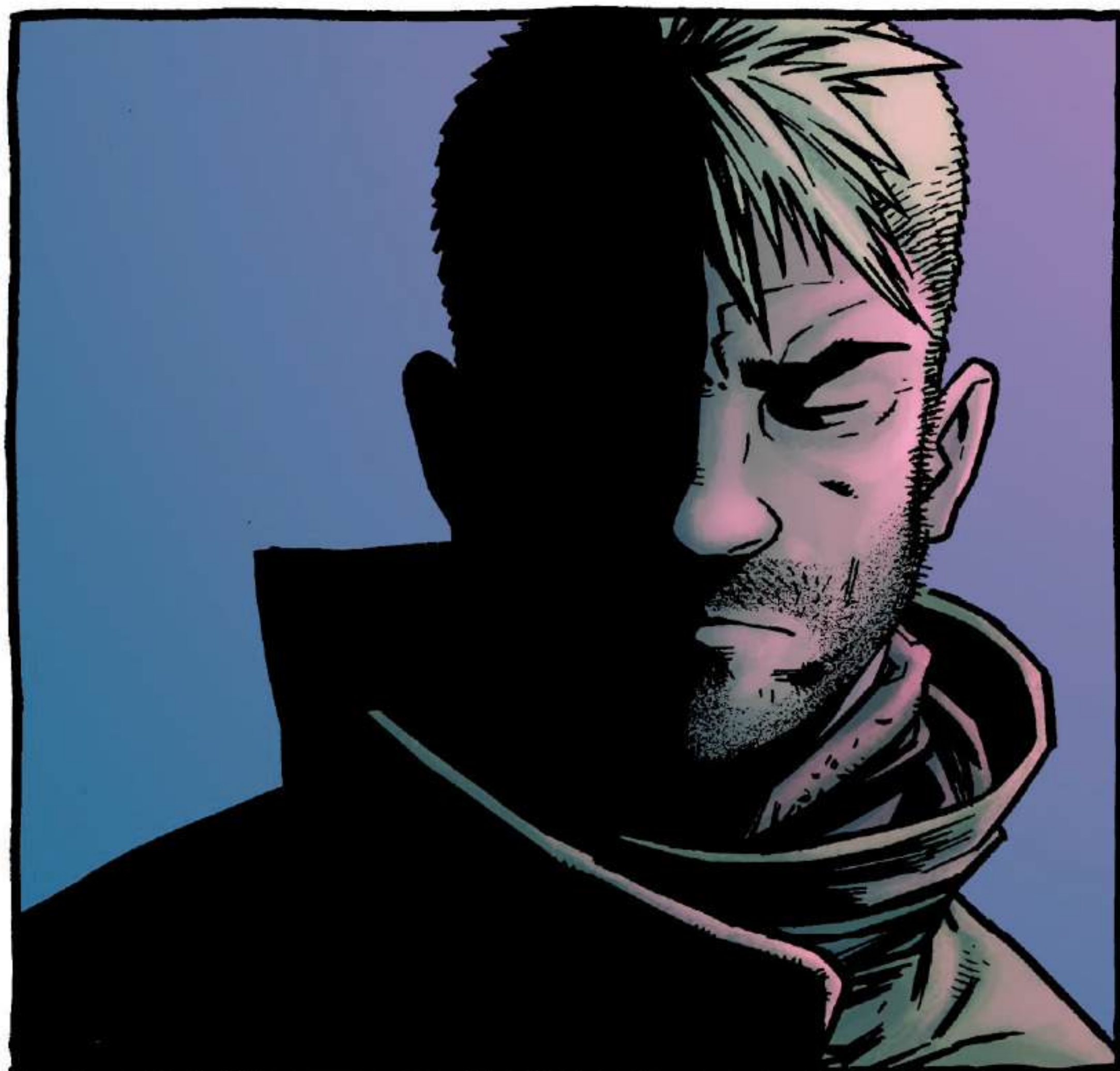
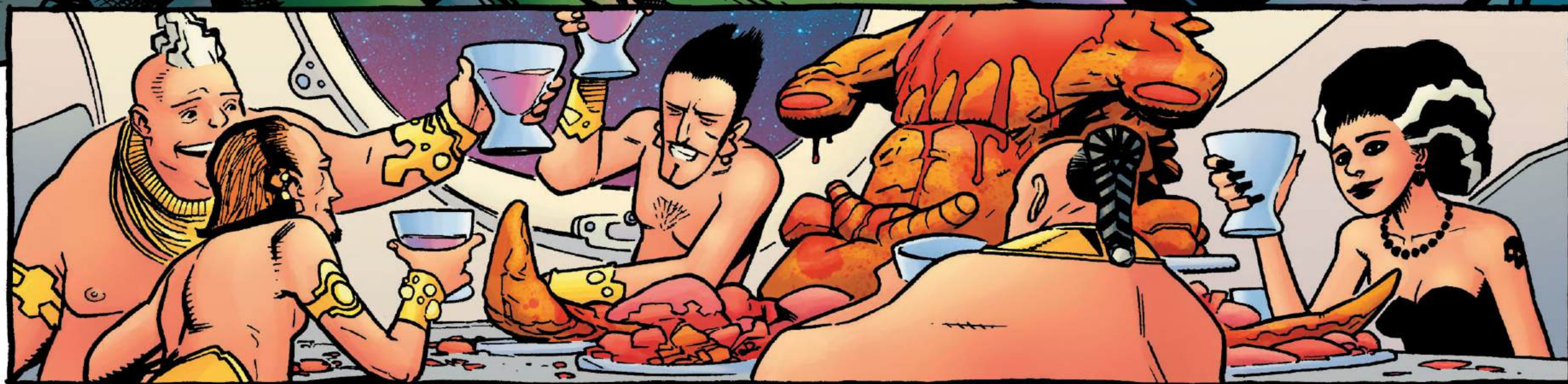


NOT THE FIRST TIME PETER'S HEARD THAT.

THE HELL DID THEY DO TO THE PLANET DOWN THERE? THE PROBABILITY OF A LIVABLE ATMOSPHERE IS PLUMMETING BY THE MINUTE.

THE PLANET WAS A GROOT. THEY KILLED IT.

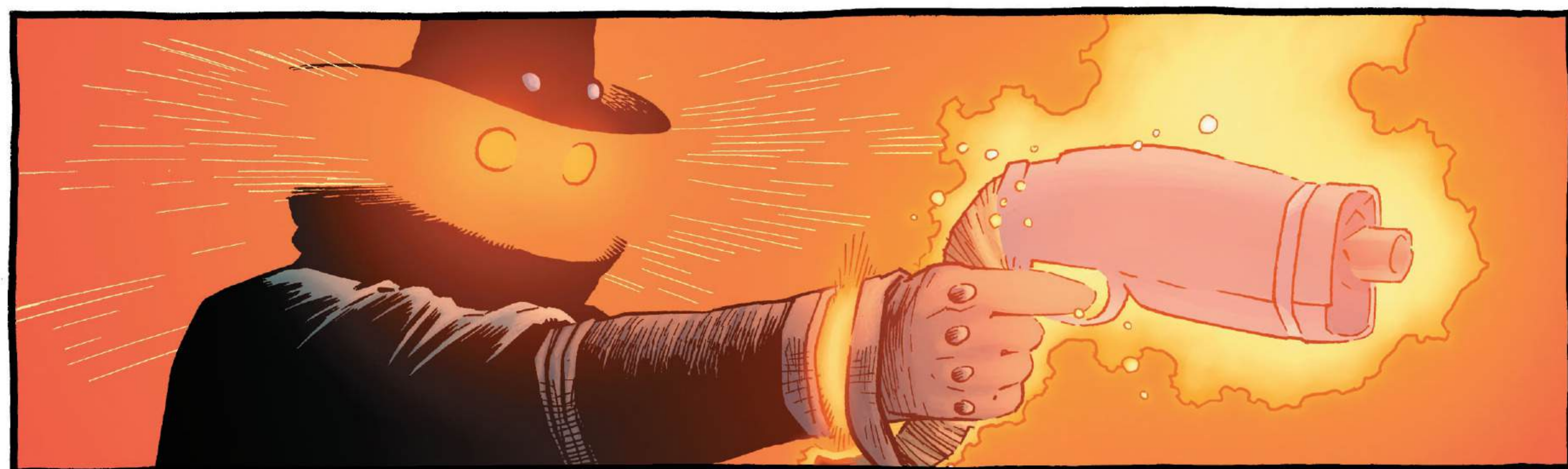
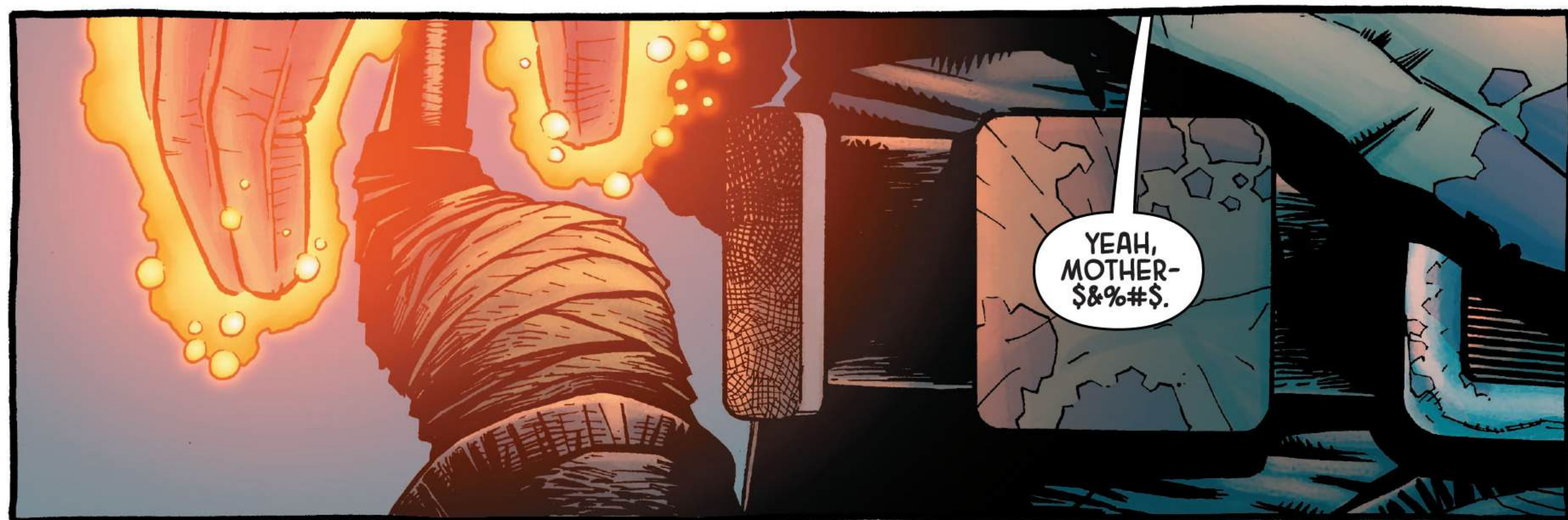
DAMN. THEY SHOULD GIVE US SOME POINTERS.

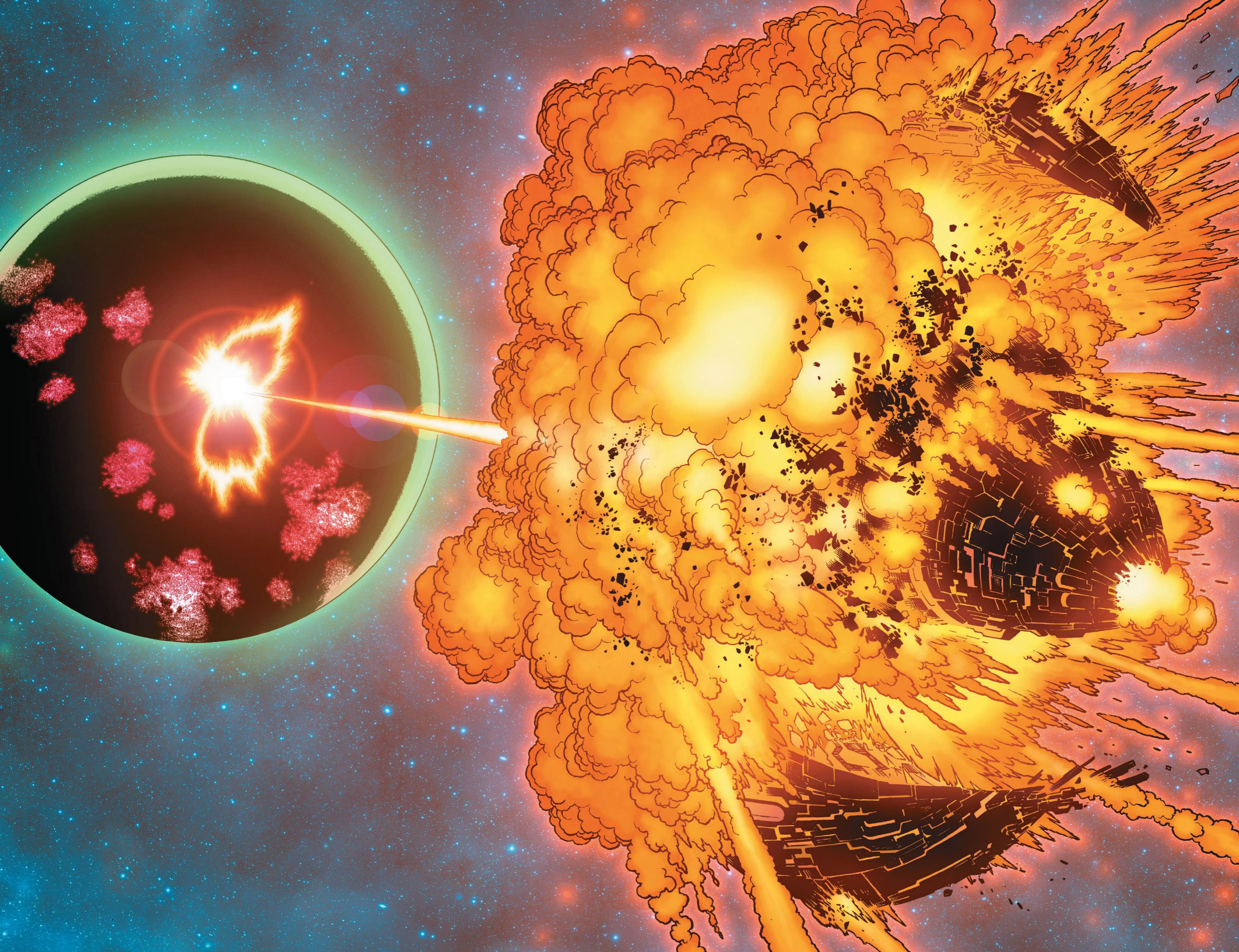


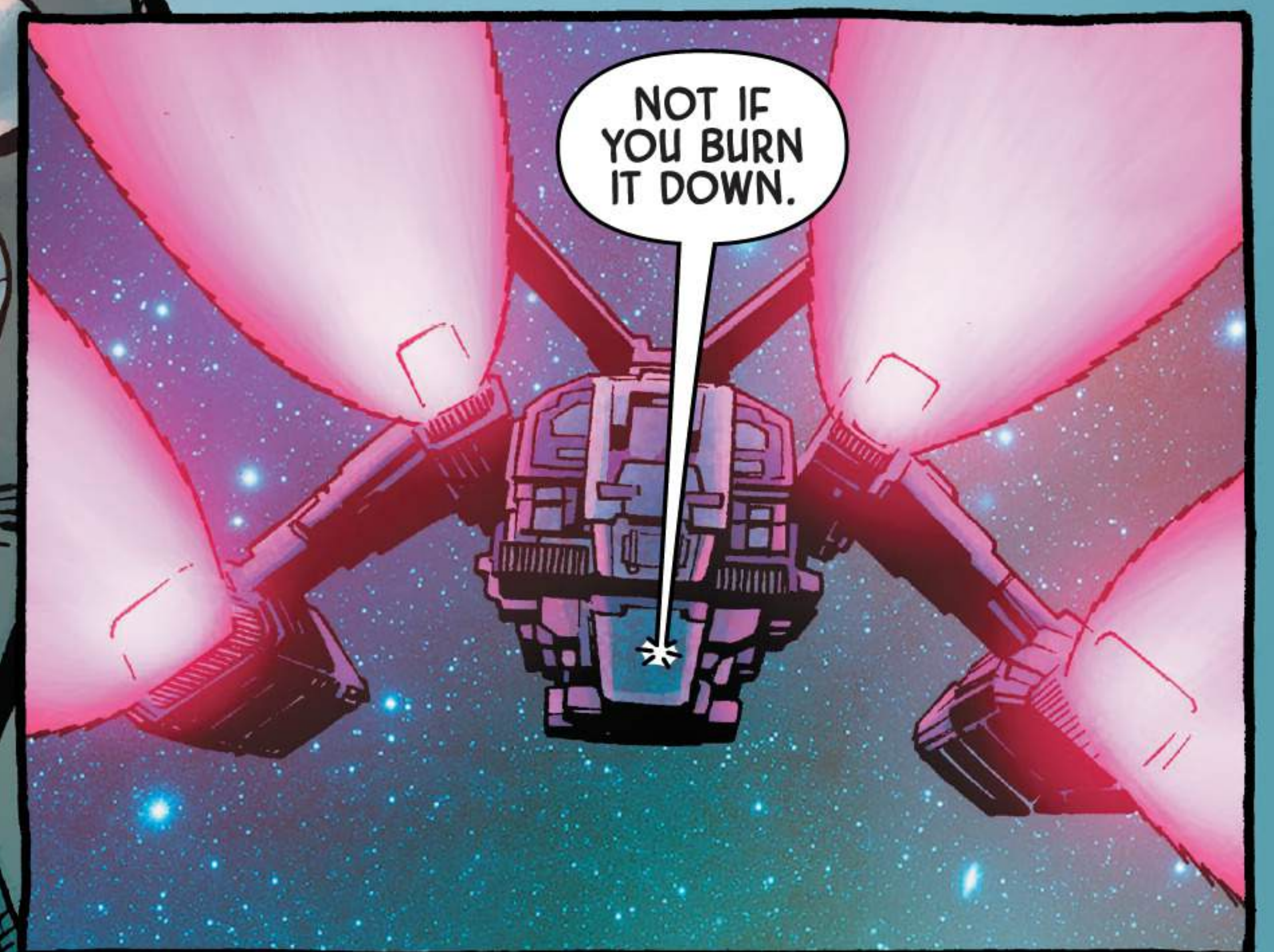
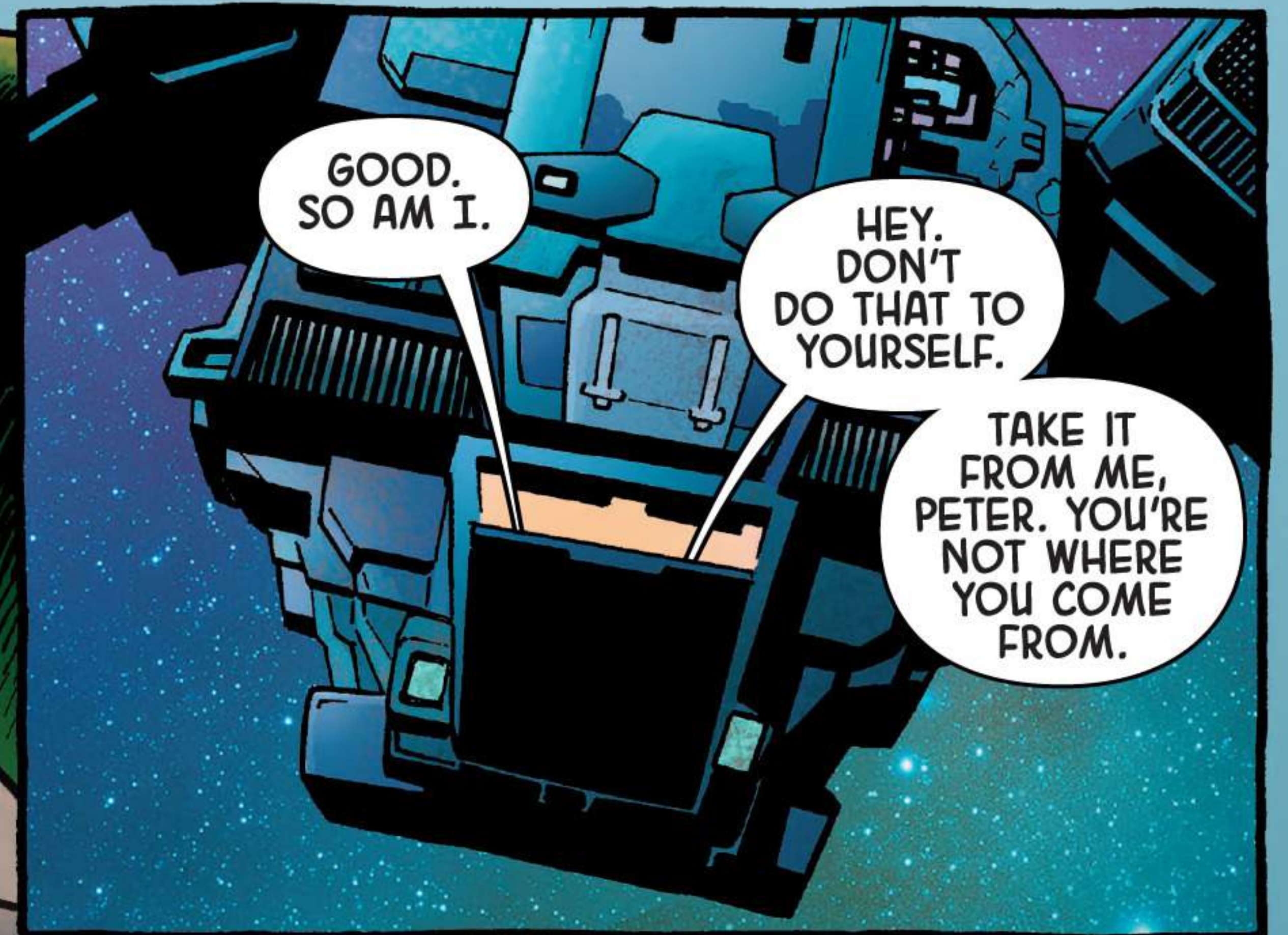
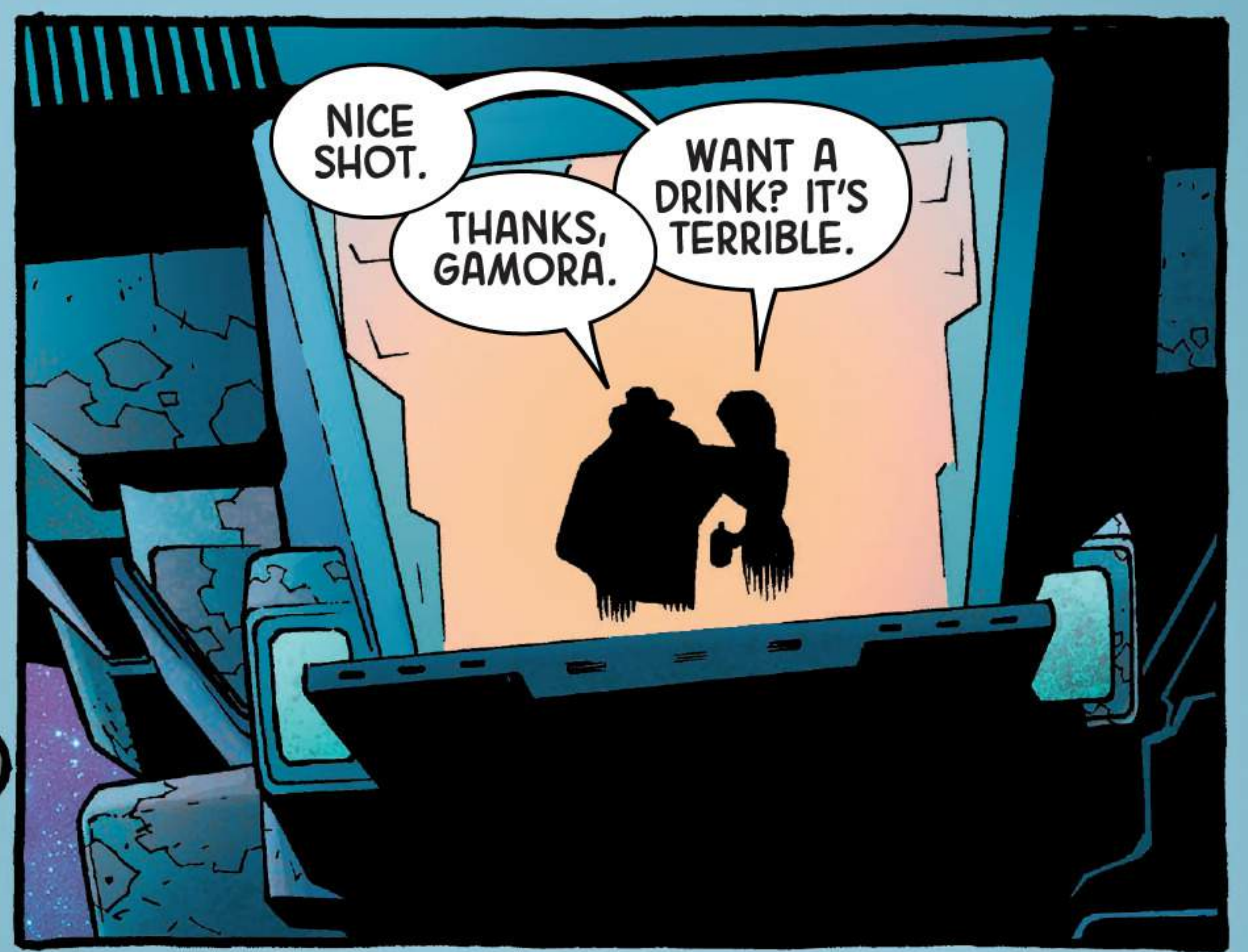
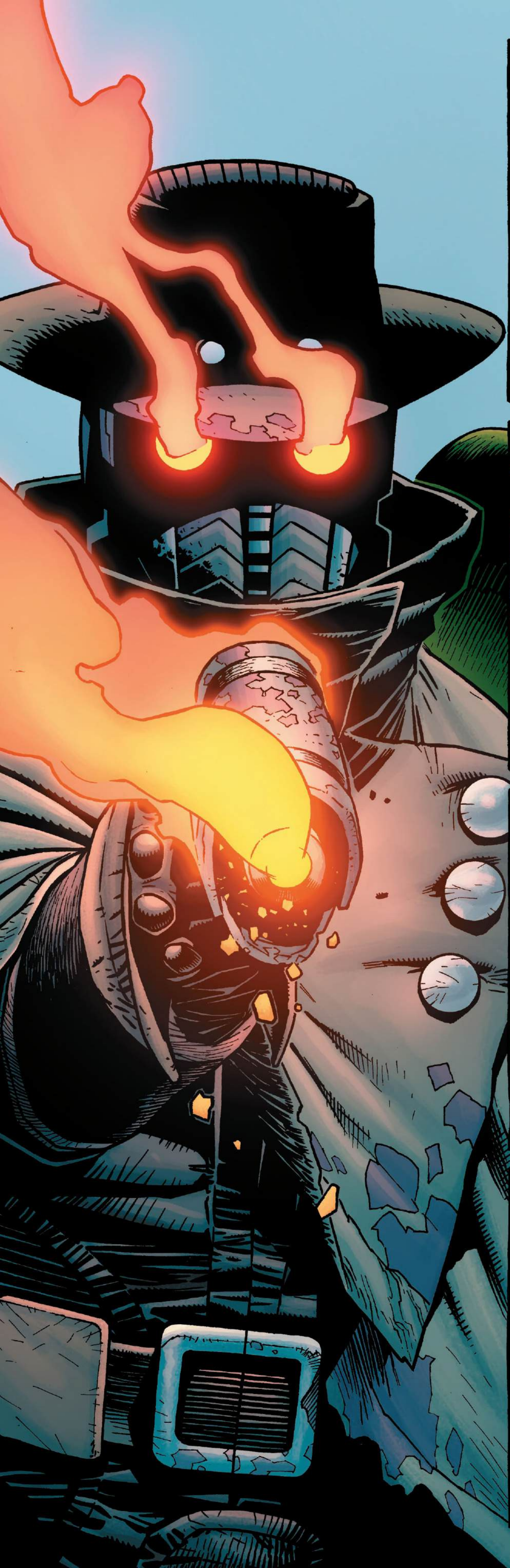
GAMORA.

OPEN THE CARGO BAY.

NOW.





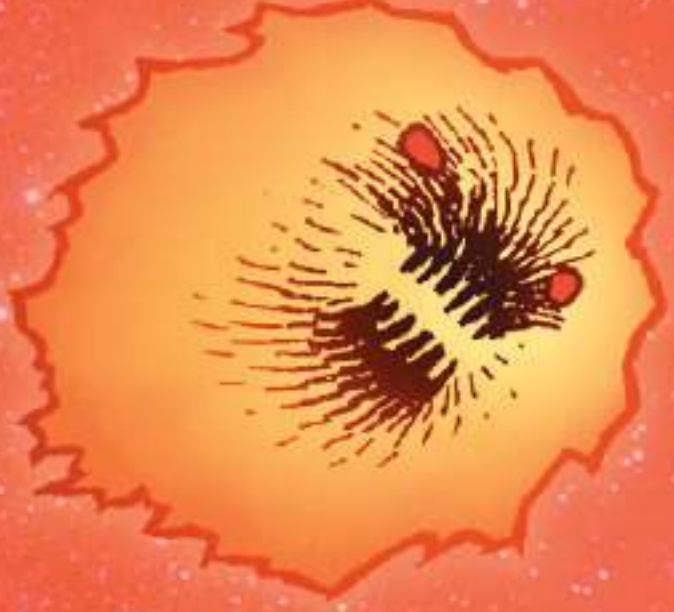




#1 GROOTFALL VARIANT BY **KEV WALKER & MATT HOLLINGSWORTH**



4 "THE STAR-SHERIFF"



IT'D BEEN EIGHT
DAYS SINCE THE
LAST ONE CAME
SCREAMING OUT
OF THE BLACK.



THE STAR-SHERIFF HAD LET
HIMSELF HOPE IN THOSE
EIGHT TERRIBLE, QUIET DAYS
THAT HE'D PULLED HIS GREAT
TRIGGER FOR THE LAST TIME.

THAT HE AND
HIS WOULD FINALLY
BE LEFT IN PEACE.



NOT THAT
HE'D EVER
ADMIT IT.

FOR WHEN THE
HORNS SOUNDED, ALL OF
PLANET REFUGE KNEW TO
LOOK TO THE TRACKS AND
THE SKIES. THEY BREATHED
EASY AT THE SIGHT OF THE
STAR-SHERIFF'S DEFENSES.



A LIFE OF
VIGILANCE LIVED
IN SERVICE
OF OTHERS.

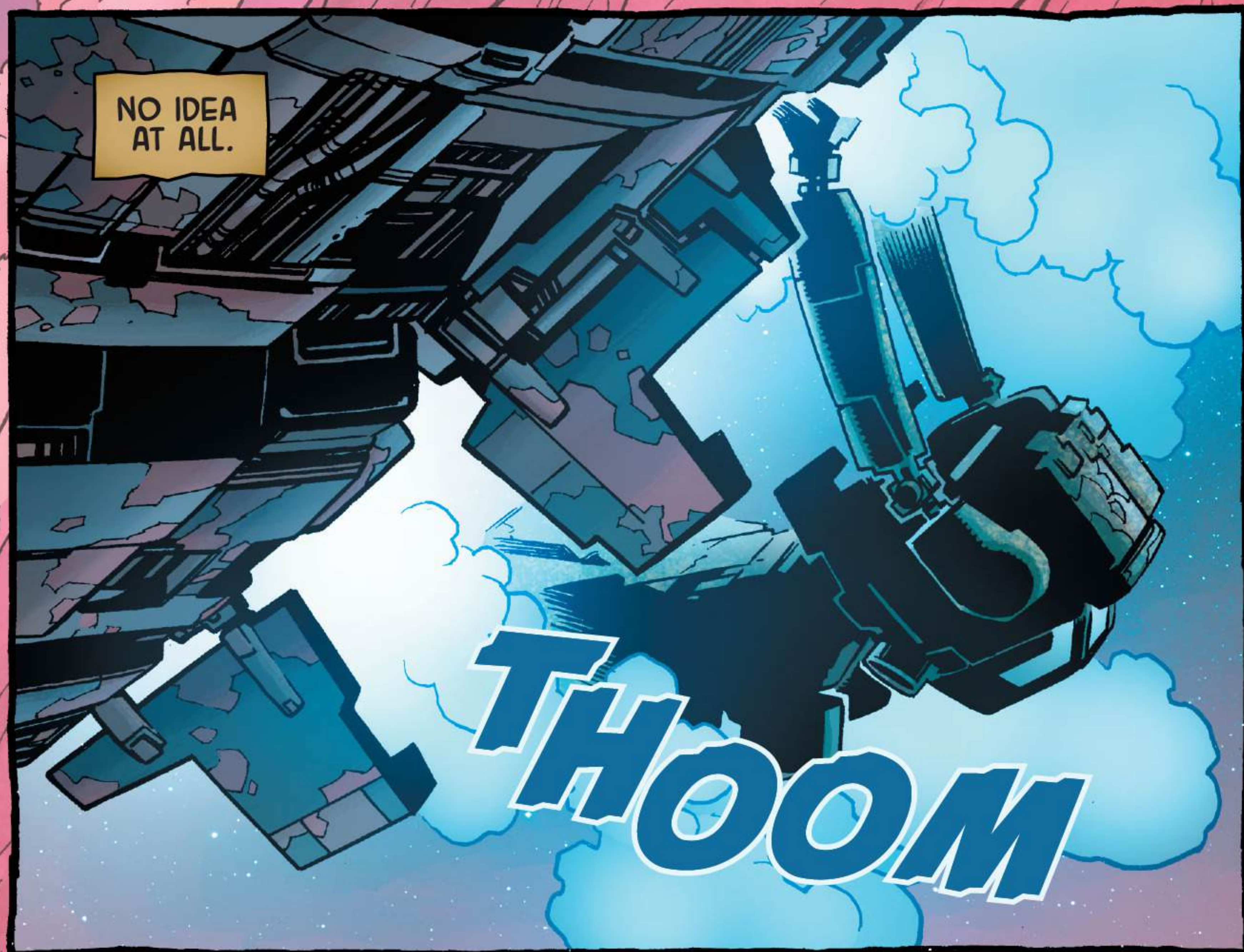
ALWAYS
ON CALL.
NEVER MISSING
HIS MARK.

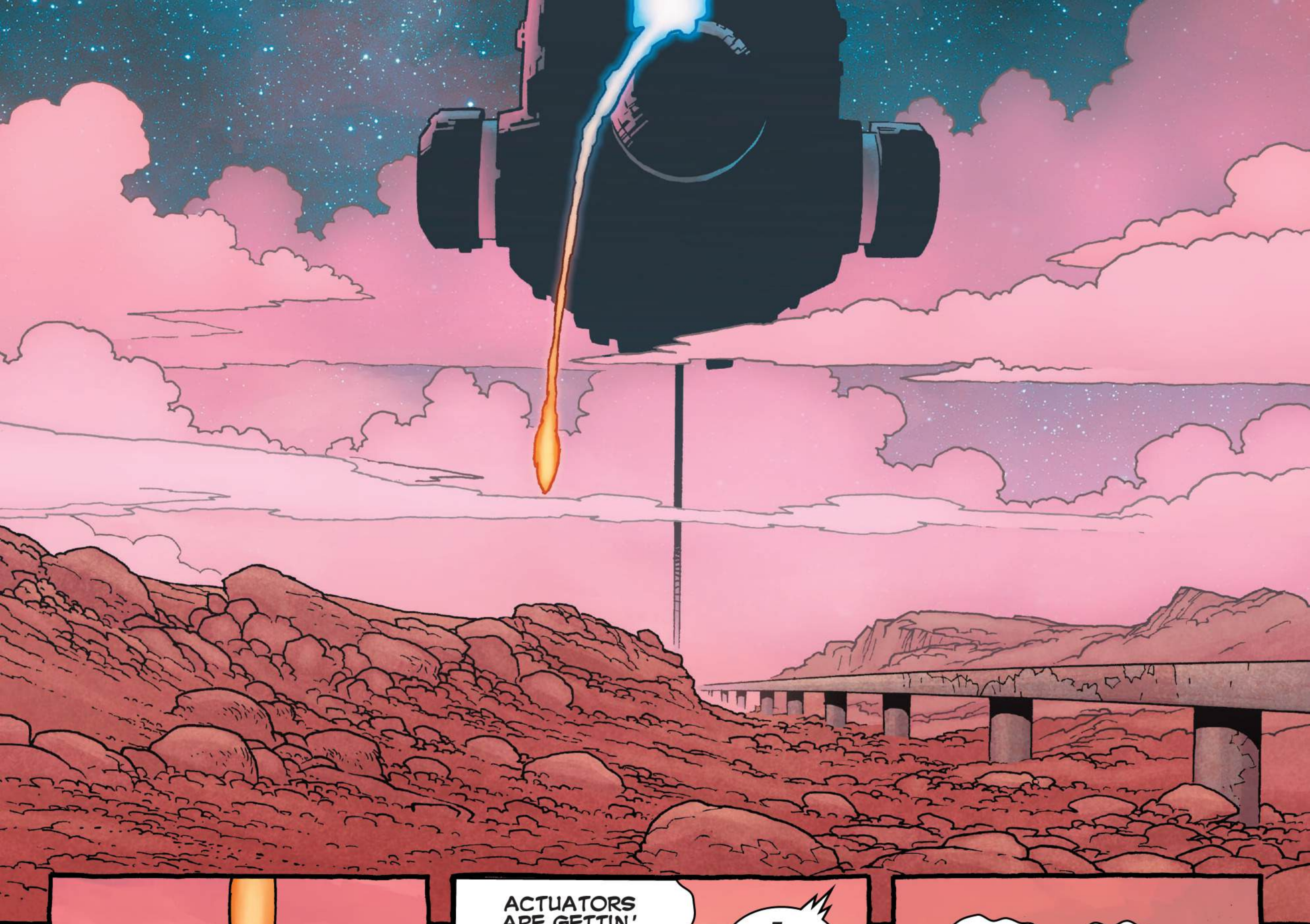
THE MANY PEOPLES
OF REFUGE THOUGHT THEY
UNDERSTOOD THE SACRIFICE
HE'D MADE TO PROTECT
THEM FROM GROOTFALL.

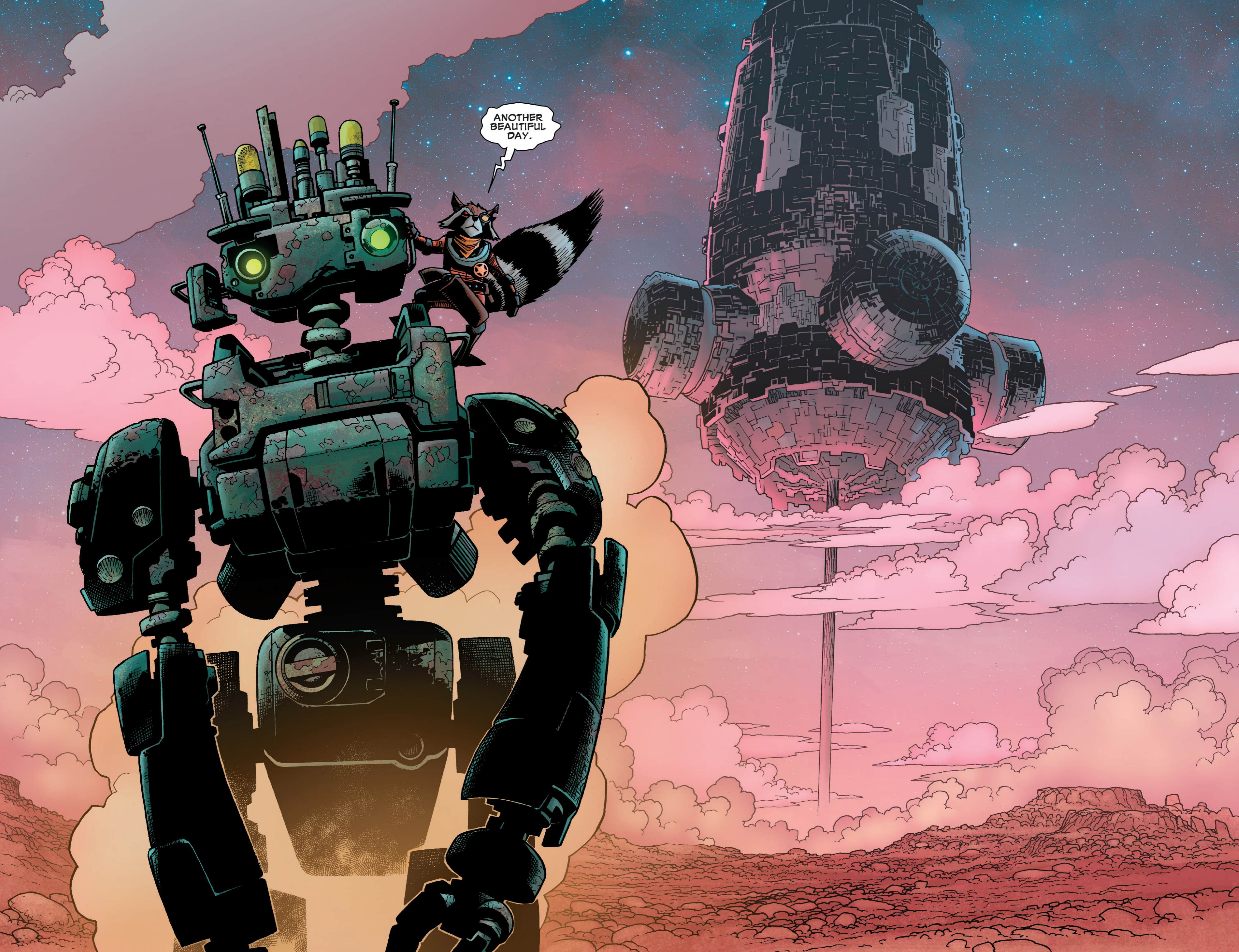


BUT
BETWEEN YOU
AND ME?

THEY HAD
NO DAMN
IDEA.







ANOTHER
BEAUTIFUL
DAY.

THE STAR-SHERIFF
MADE A PRACTICE OF
KNOWING THE PEOPLE
UNDER HIS CARE.

THERE WERE TWELVE SEPARATE COLONIES
FROM ACROSS THE GROOT-BURNED
COSMOS. SOME RUNNING FROM THE 'FALL,
OTHERS FROM THE HORRORS OF HOME.

THERE WASN'T MUCH IN
COMMON 'TWEEN THE PEOPLES
OF REFUGE BUT A SINGLE FACT.

THE STAR-SHERIFF
WAS A GOOD MAN.

THEY'D BEEN
SAYING IT SO
LONG, HE'D
EVEN STARTED
TO BELIEVE
IT HIMSELF.

WHOA,
BUDDY.

YOU
SEEN'
WHAT I'M
SEEN'?



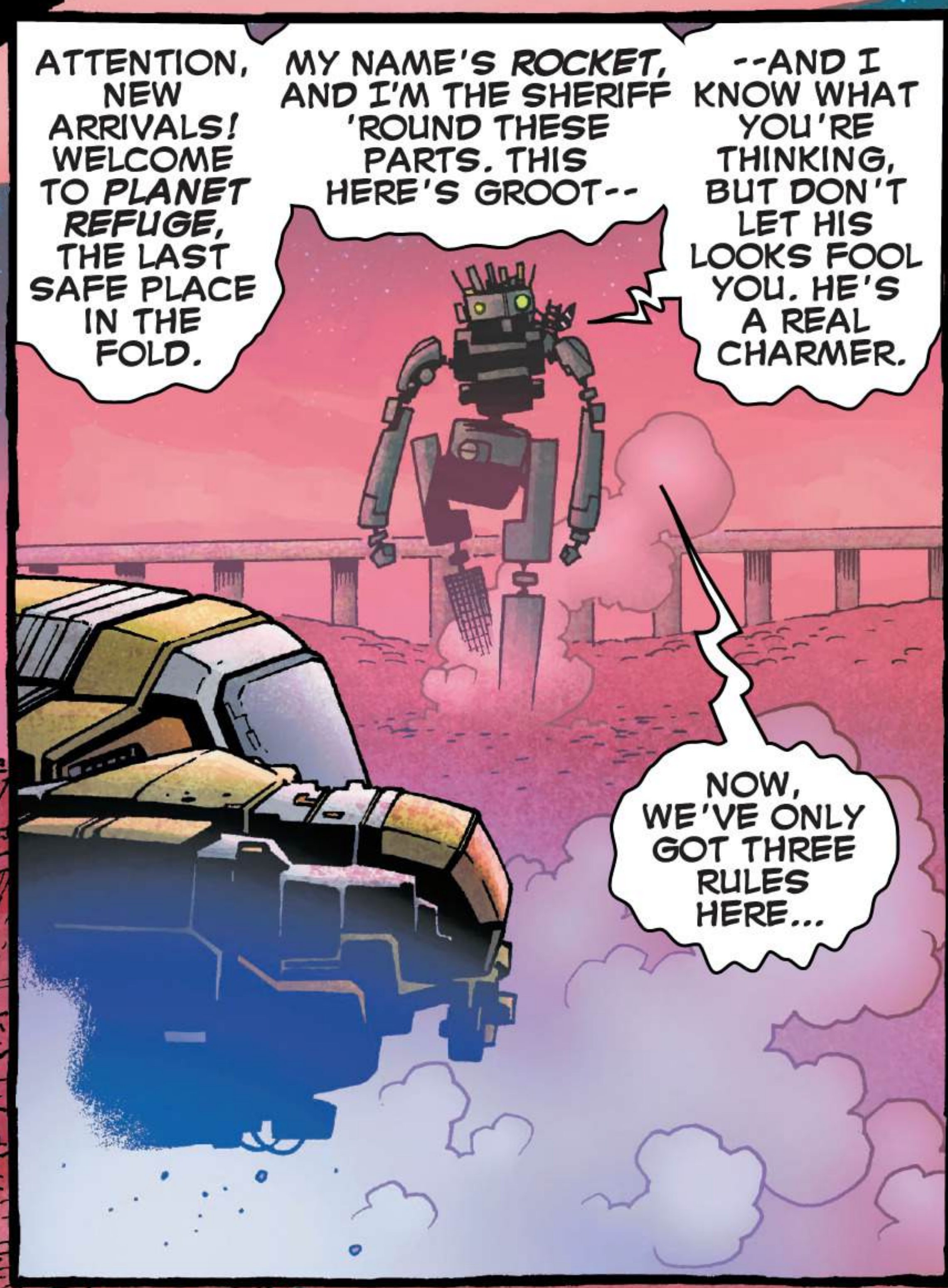
I AM GR-GR-GROOT...

YEAH. GUESS WORD'S GETTING AROUND ABOUT THIS PLACE.

MIGHT AS WELL GO ROLL OUT THE WELCOME WAGON. BE ON YOUR BEST BEHAVIOR, BUDDY.

I AM-- AM--AM--

BETTER YET, MAYBE JUST KEEP YER MOUTH SHUT.



ATTENTION, NEW ARRIVALS! WELCOME TO **PLANET REFUGE**, THE LAST SAFE PLACE IN THE FOLD.

MY NAME'S **ROCKET**, AND I'M THE SHERIFF 'ROUND THESE PARTS. THIS HERE'S GROOT--

--AND I KNOW WHAT YOU'RE THINKING, BUT DON'T LET HIS LOOKS FOOL YOU. HE'S A REAL CHARMER.

NOW, WE'VE ONLY GOT THREE RULES HERE...

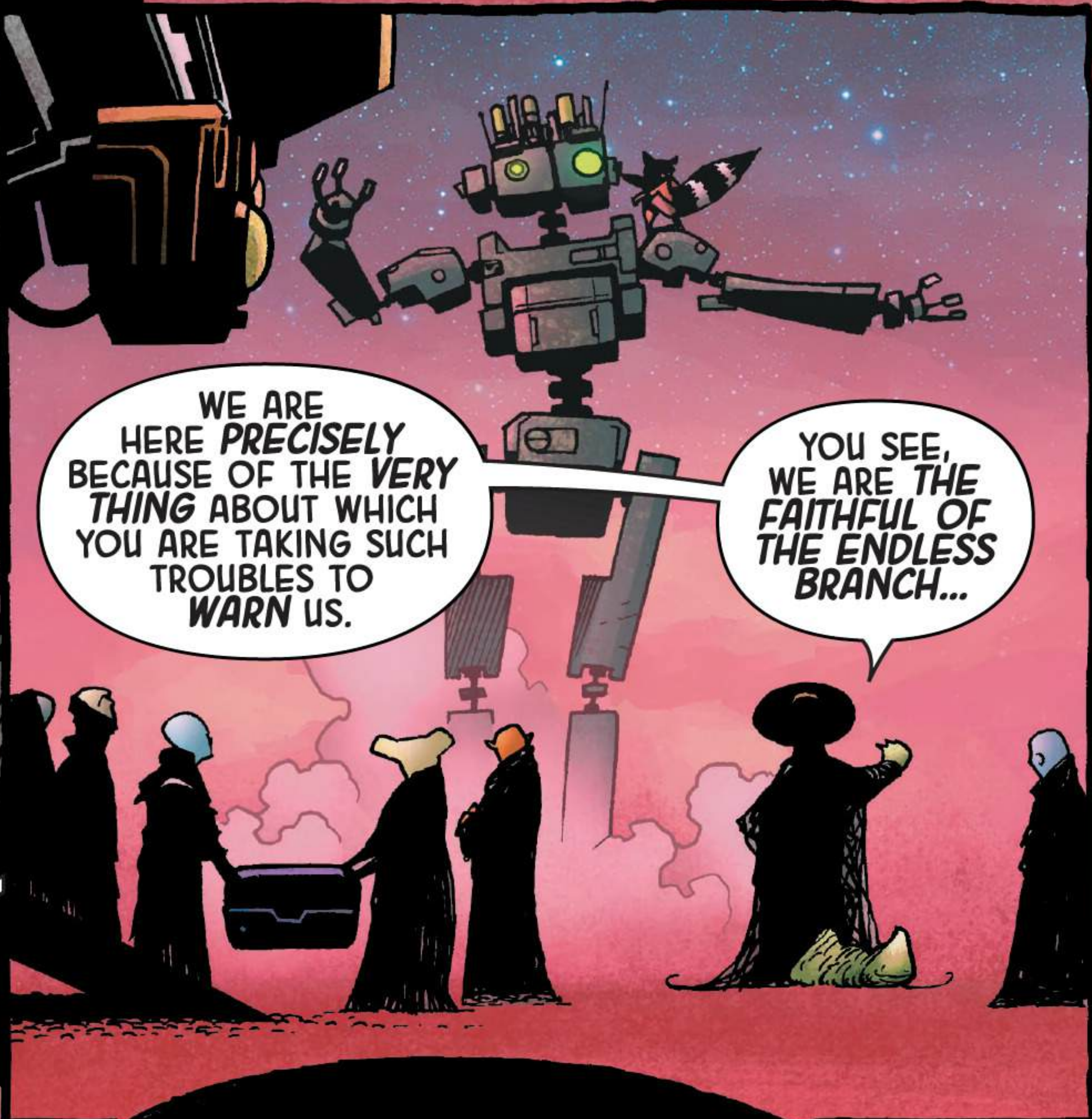


RULE NUMBER **ONE**: DON'T MESS WITH THE RAILROADS. OUR DEFENSES RELY ON THEM.

RULE NUMBER **TWO**: PLAY NICE WITH EVERYONE. FULL STOP.

AND RULE NUMBER **THREE**: IF A BEASTIE GETS PAST THE BIG-ASS GUN, YOU EVACUATE AND NEVER LOOK B--

OH, THAT LAST PART WON'T BE NECESSARY, SHERIFF.



WE ARE HERE **PRECISELY** BECAUSE OF THE **VERY THING** ABOUT WHICH YOU ARE TAKING SUCH TROUBLES TO **WARN** US.

YOU SEE, WE ARE THE **FAITHFUL OF THE ENDLESS BRANCH...**



...AND SOON, WE WILL **ALL BE GROOT.**



...
YEAH.
OKAY.

I'M GONNA
NEED YOU
TO RUN THAT
DOWN FOR ME,
PREACHER.



LIKE THOSE
WHO TRAVEL OUR
ROAD, OUR TRUTH IS
QUITE SIMPLE.

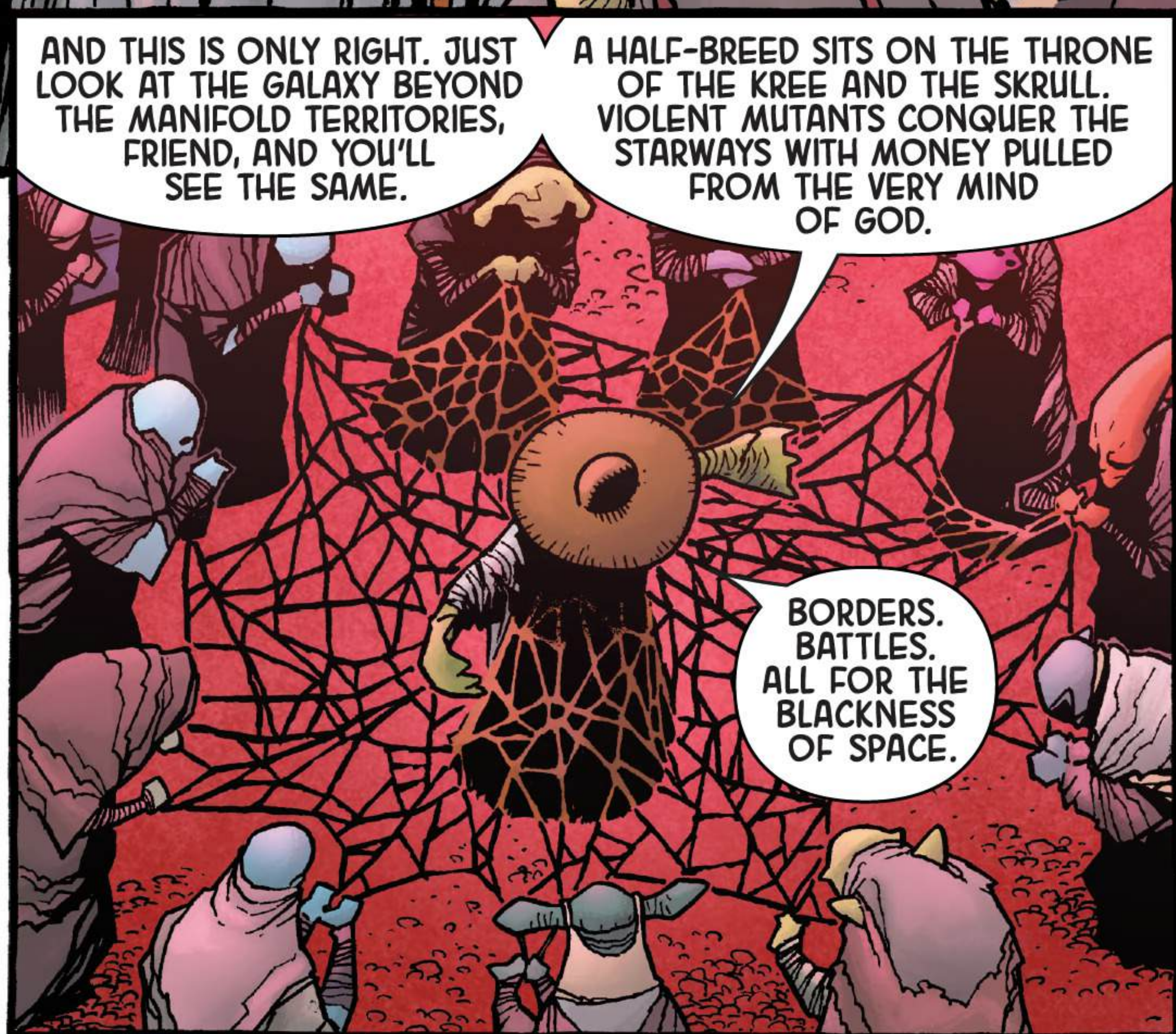
NATURE IS
HEALING.



FROM OUR
HUBRIS.

FROM
OUR *GREED*.

FROM OUR
WARS.



AND THIS IS ONLY RIGHT. JUST
LOOK AT THE GALAXY BEYOND
THE MANIFOLD TERRITORIES,
FRIEND, AND YOU'LL
SEE THE SAME.

A HALF-BREED SITS ON THE THRONE
OF THE KREE AND THE SKRULL.
VIOLENT MUTANTS CONQUER THE
STARWAYS WITH MONEY PULLED
FROM THE VERY MIND
OF GOD.

BORDERS.
BATTLES.
ALL FOR THE
BLACKNESS
OF SPACE.



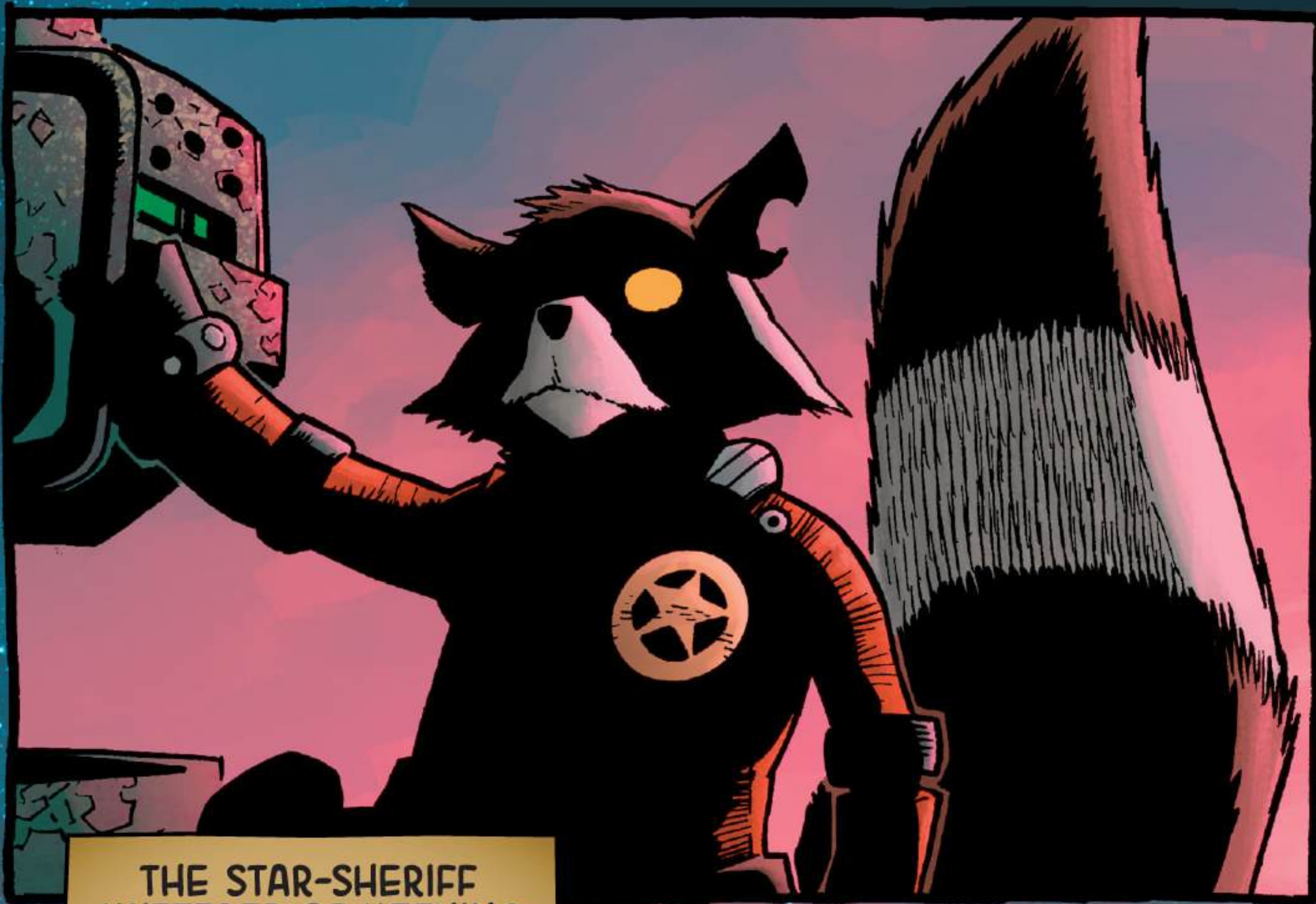
BUT THE
ENDLESS BRANCH
IS COMING FOR
IT ALL.

AND IT
HAS COME TO NO
PLACE MORE THAN
REFUGE.

THIS IS A
SACRED PLACE
YOU GOT HERE,
SHERIFF.



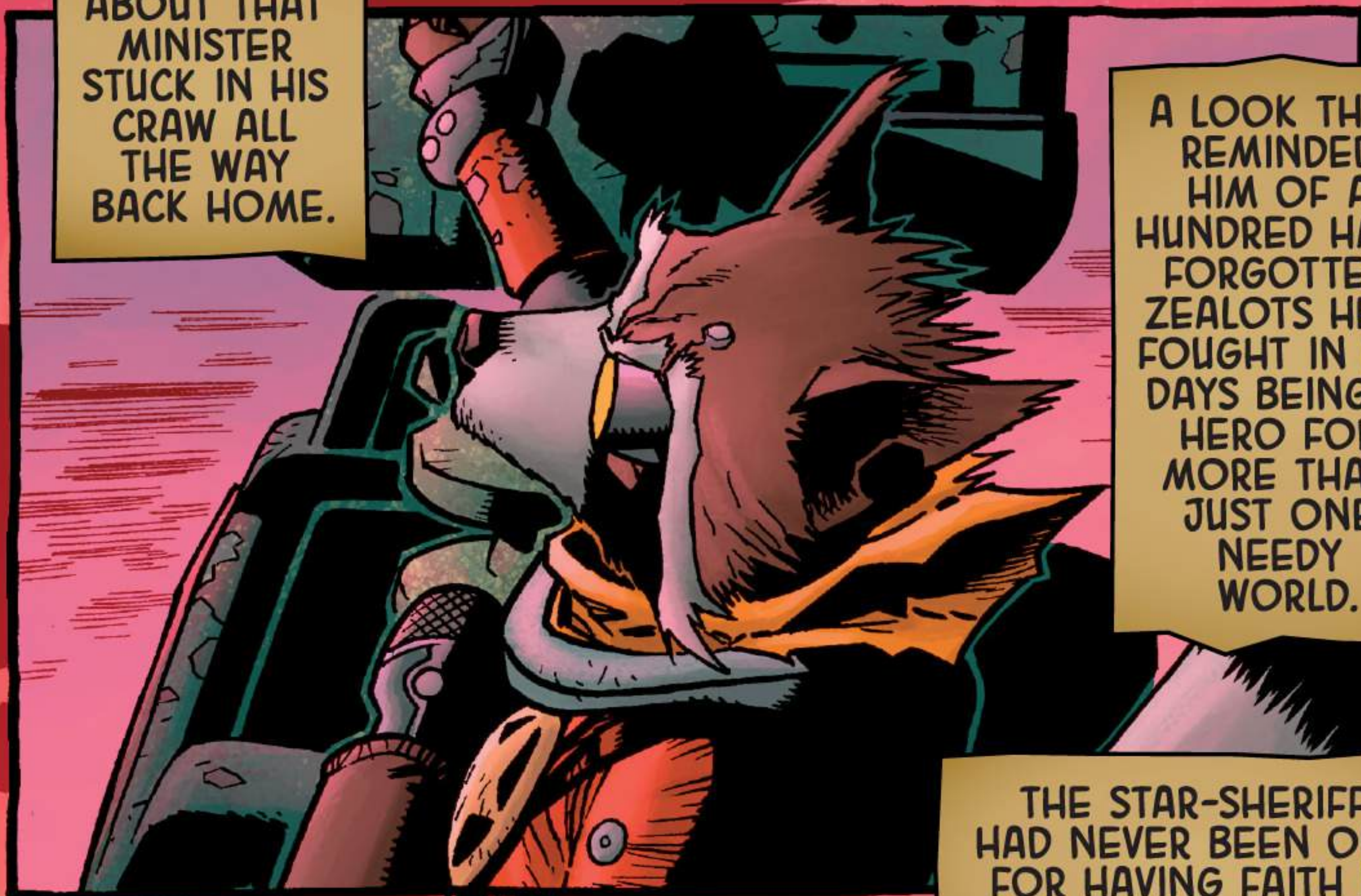
WE'LL
NOT MISS
THE SACRAMENT
THAT'S ON
THE WAY.



THE STAR-SHERIFF
MUTTERED SOMETHING
ABOUT WISHING THEM
GOOD LUCK WITH
ALL OF THAT.



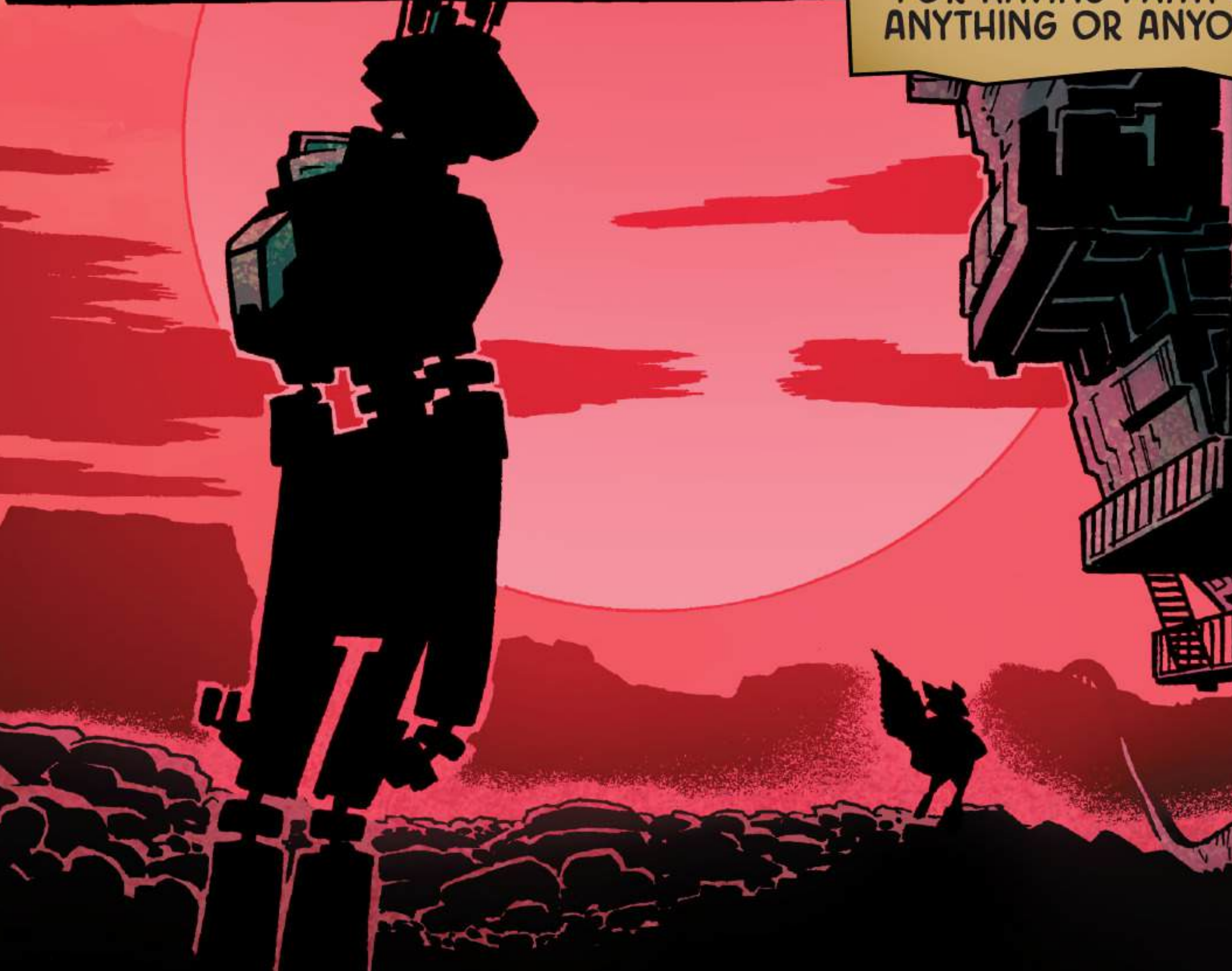
THOUGH
ALL HE SAW
WERE A
BUNCH OF
FLARKIN'
LUNATICS.



SOMETHING
ABOUT THAT
MINISTER
STUCK IN HIS
CRAW ALL
THE WAY
BACK HOME.

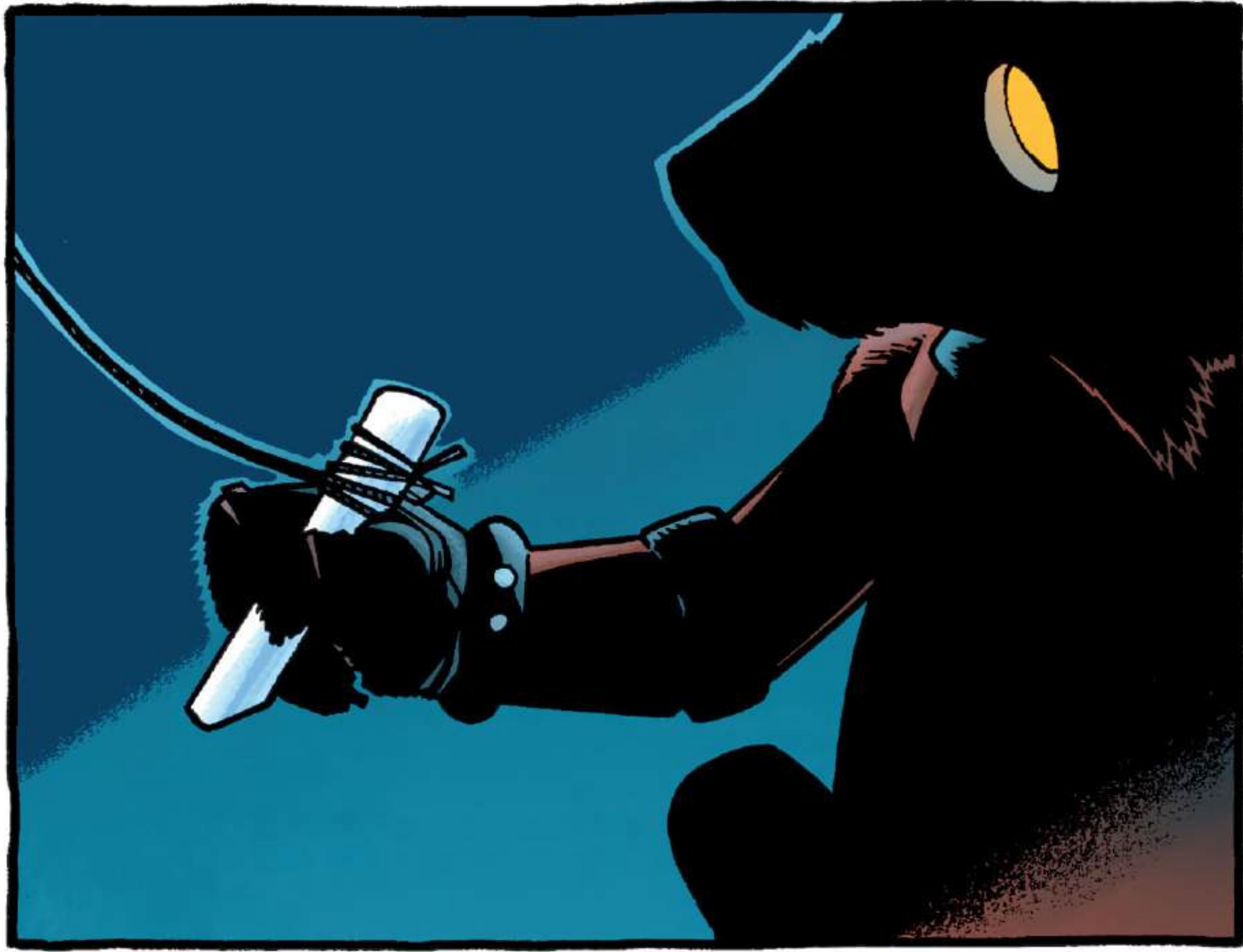
A LOOK THAT
REMINDS
HIM OF A
HUNDRED HALF-
FORGOTTEN
ZEALOTS HE'D
FOUGHT IN HIS
DAYS BEING A
HERO FOR
MORE THAN
JUST ONE
NEEDY
WORLD.

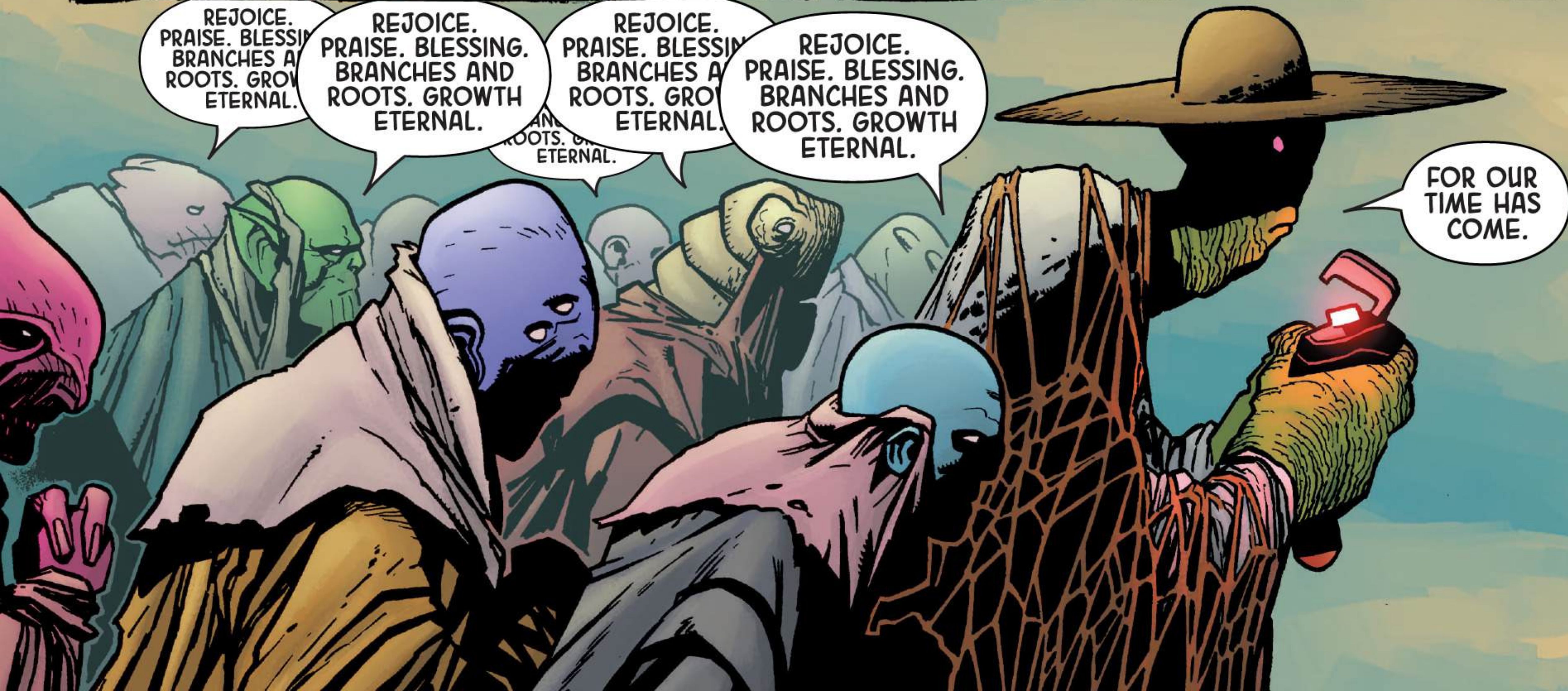
THE STAR-SHERIFF
HAD NEVER BEEN ONE
FOR HAVING FAITH IN
ANYTHING OR ANYONE.

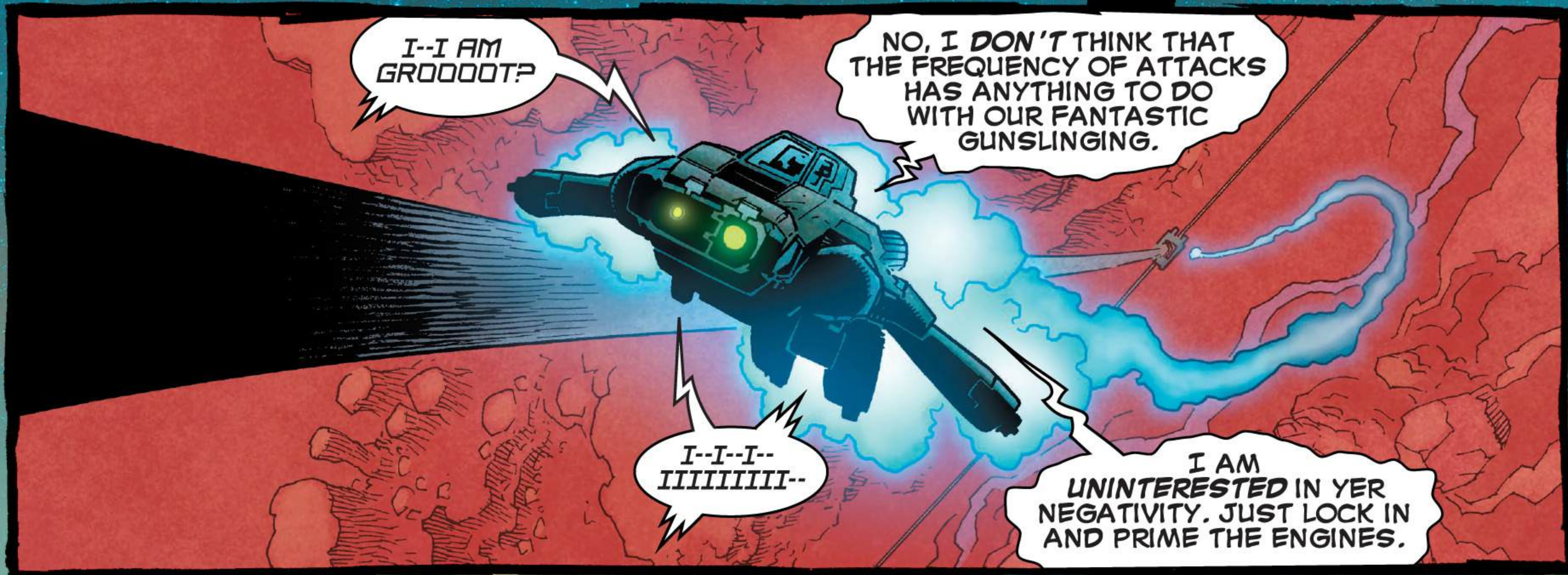


EXCEPT
ONCE.

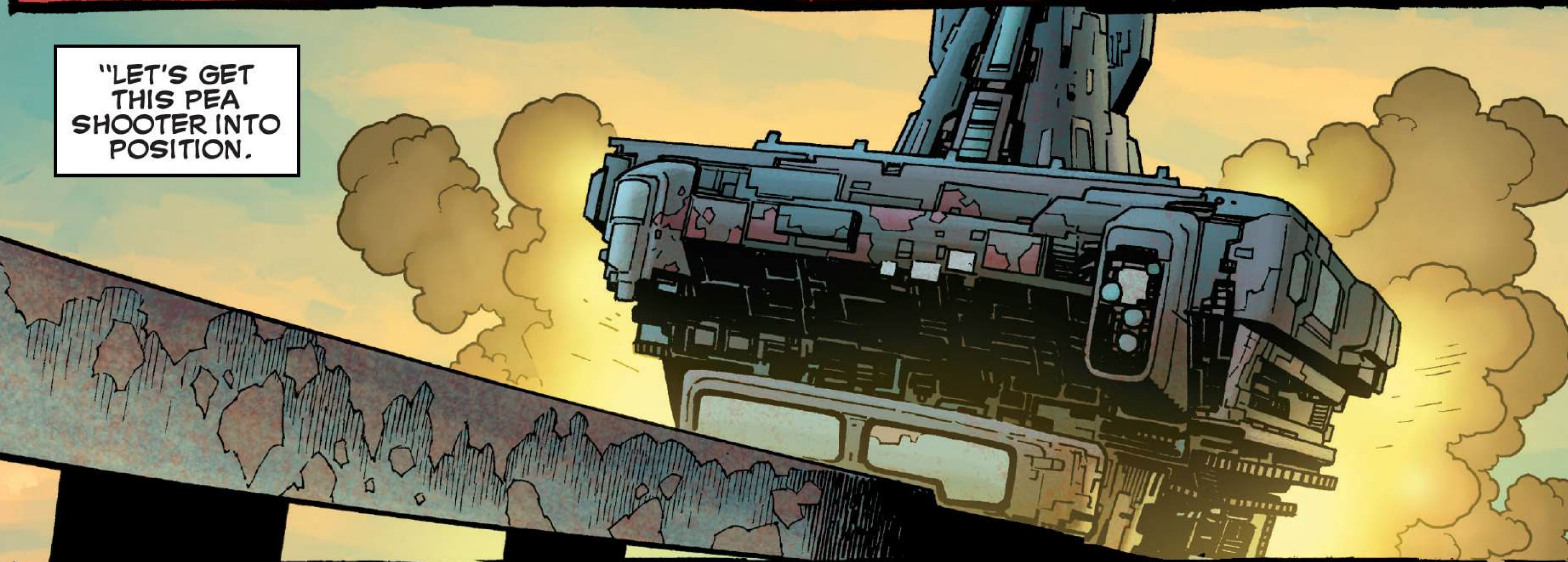
HE'D HAD
A FRIEND. A
GOOD ONE.





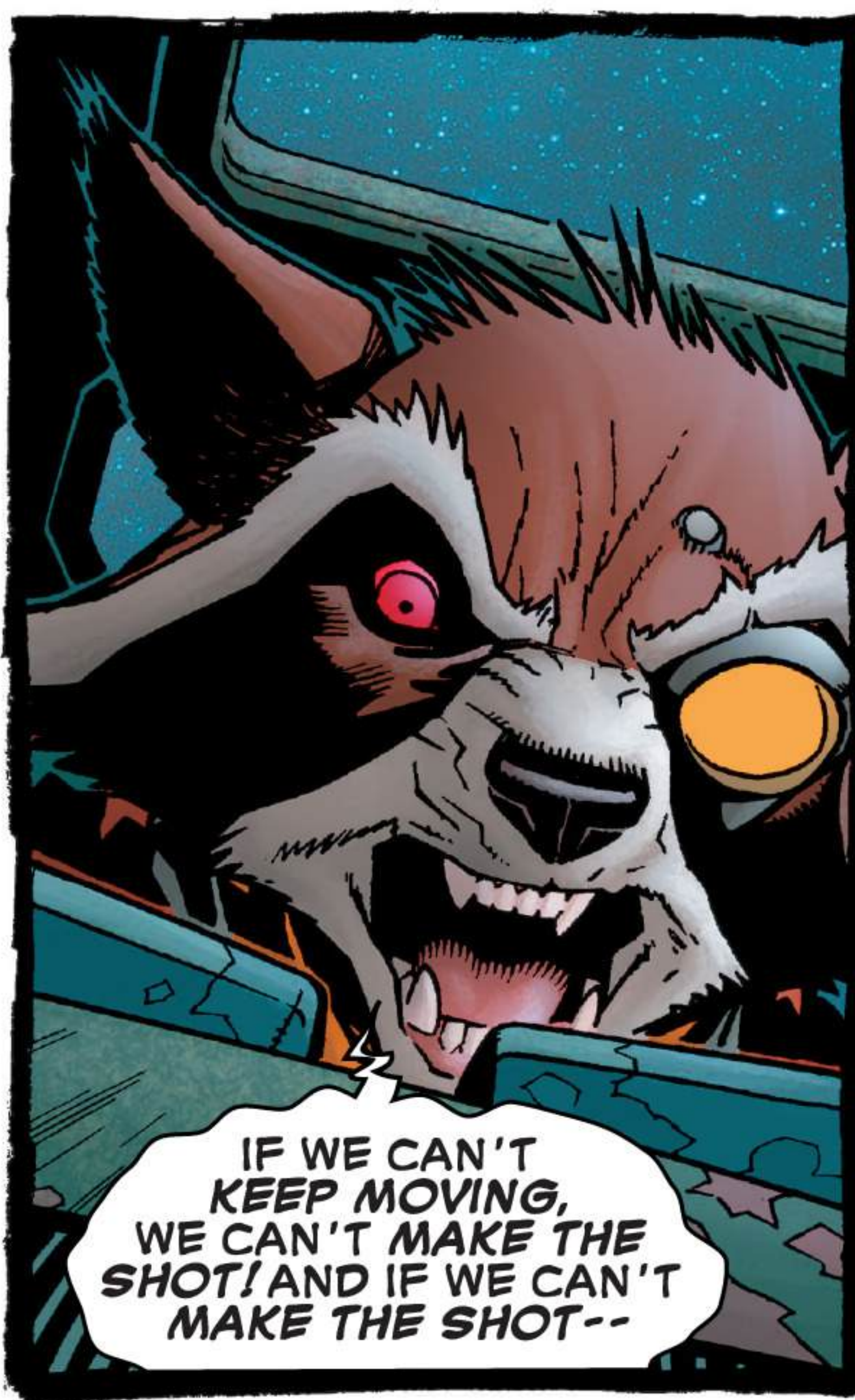
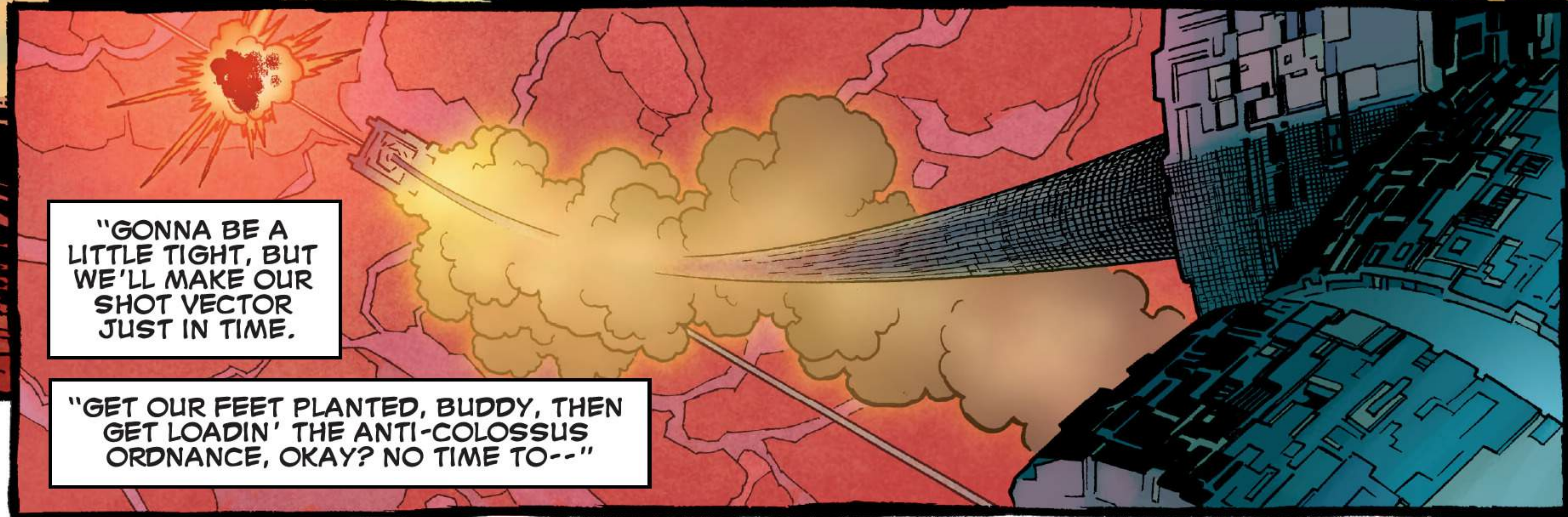


"LET'S GET THIS PEA SHOOTER INTO POSITION."



"GONNA BE A LITTLE TIGHT, BUT WE'LL MAKE OUR SHOT VECTOR JUST IN TIME."

"GET OUR FEET PLANTED, BUDDY, THEN GET LOADIN' THE ANTI-COLOSSUS ORDNANCE, OKAY? NO TIME TO--"



IT WAS THEN THAT
THE STAR-SHERIFF
KNEW THE TRUTH.

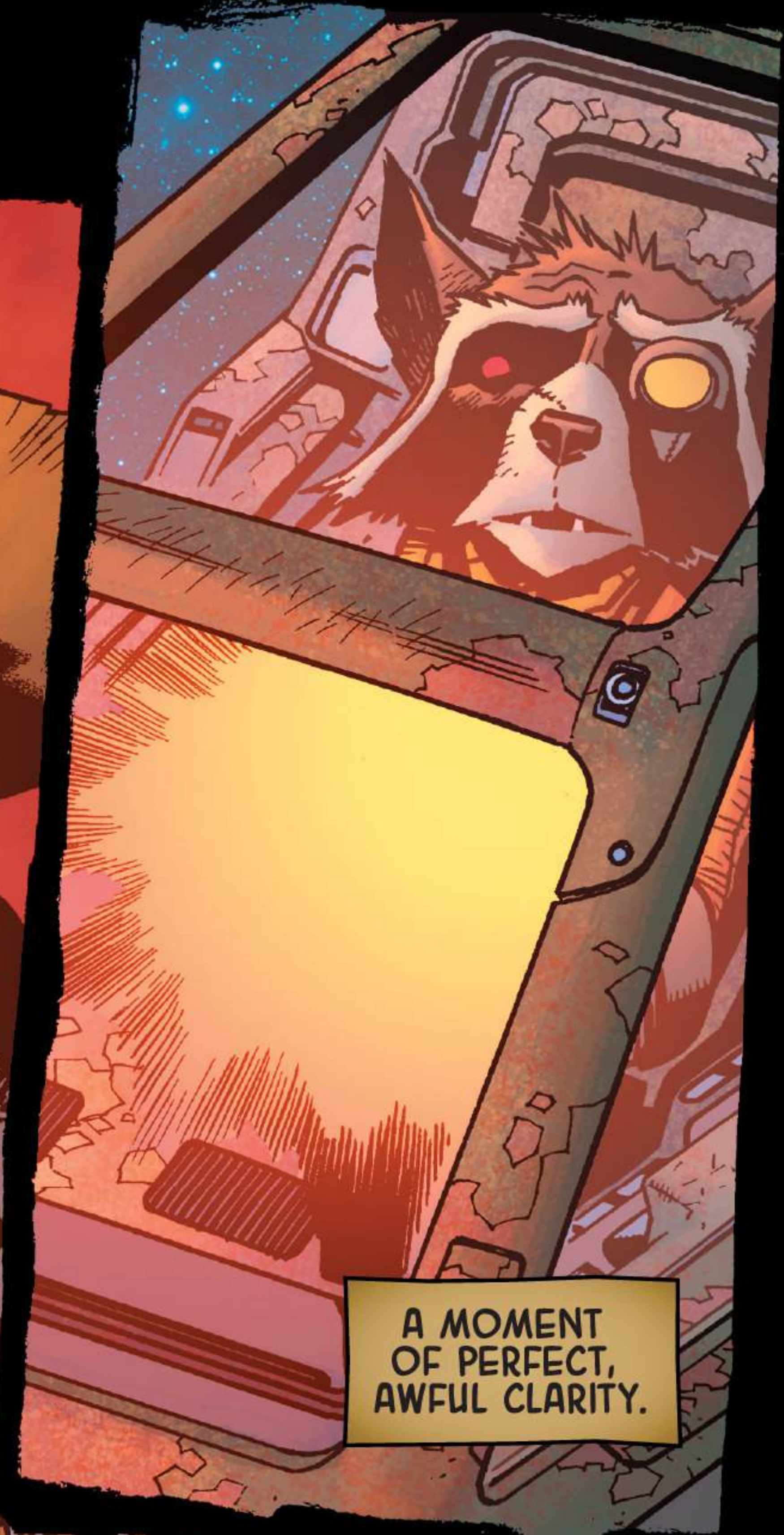




NO NO
NO NO NO NO
NO NO...



MAKE US
GROW!



A MOMENT
OF PERFECT,
AWFUL CLARITY.



DADDY...
SHOULD WE DO
RULE NUMBER
THREE?

I...I
DON'T KNOW,
SON.

I
REALLY DON'T
KNOW.

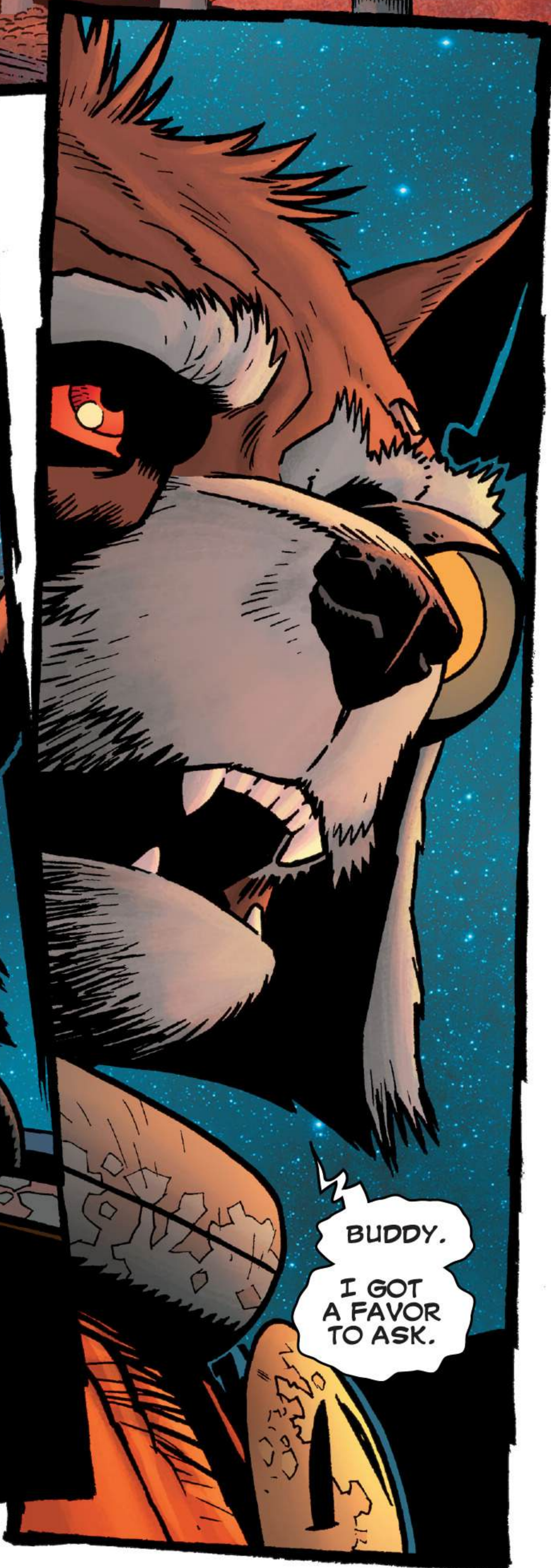
IT WAS IN THAT
DARKEST OF MOMENTS,
WHEN HIS BACK WAS
AGAINST THE WALL...

OKAY, YOU STUPID
IDIOT, YOU USELESS
CREATURE, GROOT'S
BACK, AND YOU AIN'T
READY, AND NO STUPID
BADGE IS GONNA
SOLVE THIS--WHAT
ARE YOU GOING
TO DO ABOUT IT,
YOU ABSOLUTE
PIECE OF--?

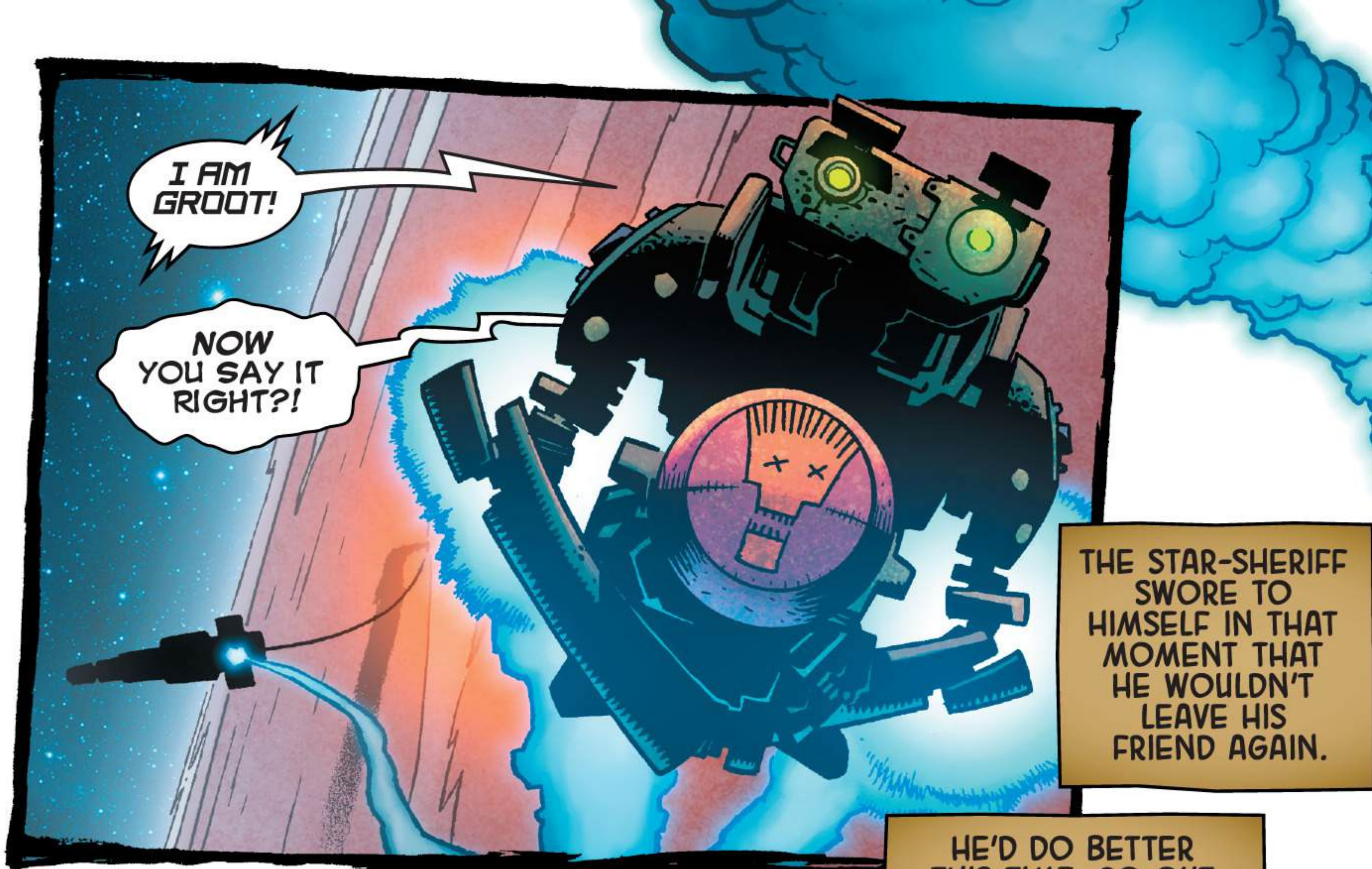


...THAT HE FINALLY
HAD A CHANCE
TO EARN THAT
TIN STAR.

HEY,
GROOT?



BUDDY.
I GOT
A FAVOR
TO ASK.



I AM GROOT!

NOW YOU SAY IT RIGHT?!

THE STAR-SHERIFF SWORE TO HIMSELF IN THAT MOMENT THAT HE WOULDN'T LEAVE HIS FRIEND AGAIN.

HE'D DO BETTER THIS TIME. GO OUT IN A BLAZE OF GLORY, BACK-TO-BACK WITH HIS PARTNER.

HE'D BE A GOOD FRIEND.

I AM GROOT.

BUDDY, I AM...SO SORRY...

...BUT YOU'RE REALLY NOT.



THE STAR-SHERIFF WAS GOOD AT MANY THINGS.



GROOT'S NOT COMING BACK.

KLIK

EJECT

BUT NONE
MORE SO THAN
BREAKING
HIS WORD.





THE STAR-SHERIFF
HAD NEVER BEEN
ONE FOR HAVING
FAITH IN ANYTHING
OR ANYONE.

EXCEPT
ONCE.

I'M...I'M
SORRY.

HE'D HAD
A FRIEND.
A GOOD
ONE.

BUT THAT
WAS A LONG
TIME AGO.

HEYA,
ROCKET,
THERE'LL BE
TIME FOR DYING
LATER, BUT
GROOT--

GROOT'S
GONE.

HE'S
NOT.

I TALKED
TO HIM. LEAST,
I STARTED TO.

AND
IF WE WANT
TO FINISH THE
CONVERSATION,
HE NEEDS US
ALL THERE.

SO STRAP IN.
WE'VE ALL LOST A HELL
OF A LOT, BUT IF WE
WORK TOGETHER...

"...WE'RE
GONNA SAVE
WHAT'S LEFT."



#1 VARIANT BY **DERRICK CHEW**



5

"LAST STAND AT TORMENT PASS"



THEY WERE WELL
BEYOND THE END IN
THOSE DARK DAYS.



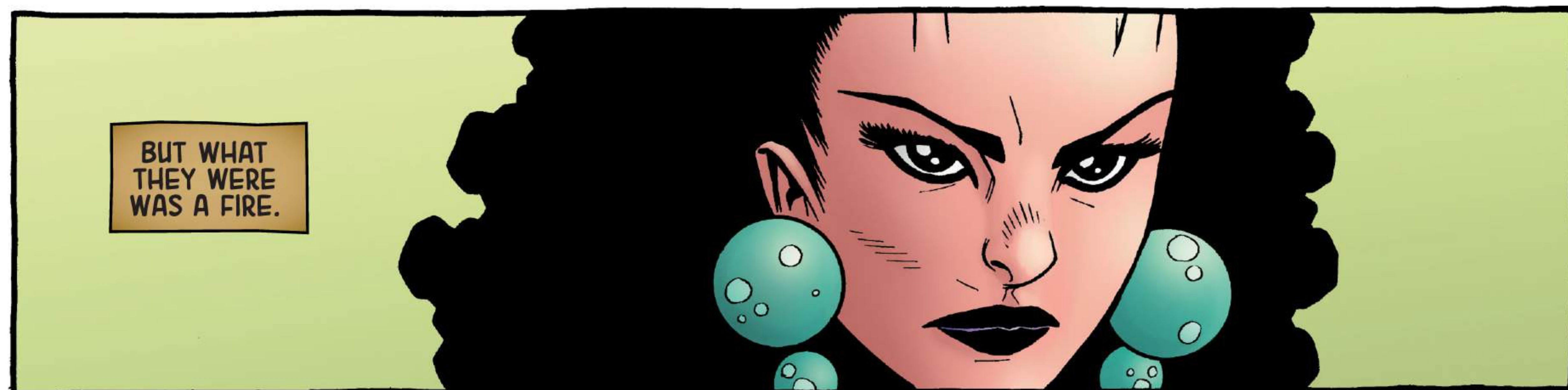
REUNITED
IN BODY...

...BUT NOT A
BIT IN SPIRIT.



THEIR JOURNEYS SEEMED OVER.
ONLY AN ENDLESS TRAIL OF
HALF VICTORIES AHEAD AND
GLORIOUS STORIES BEHIND.

THE GUARDIANS OF
THE GALAXY THOUGHT
THEMSELVES **LEGENDS**.



BUT WHAT
THEY WERE
WAS A FIRE.





GROOT'S DEAD!

HE'S DEAD, AND YOU FLARKIN' KNOW IT!



THOSE THINGS AIN'T GROOT, THEY'RE MONSTERS WHO WEAR HIS FACE, AND THEY AIN'T STOPPING FOR ANYTHING, QUILL!



SO I DON'T CARE WHAT THE MASTER OF THE SUN SAW IN HIS HOT-TUB MEDITATIONS OR WHATEVER, OKAY?!

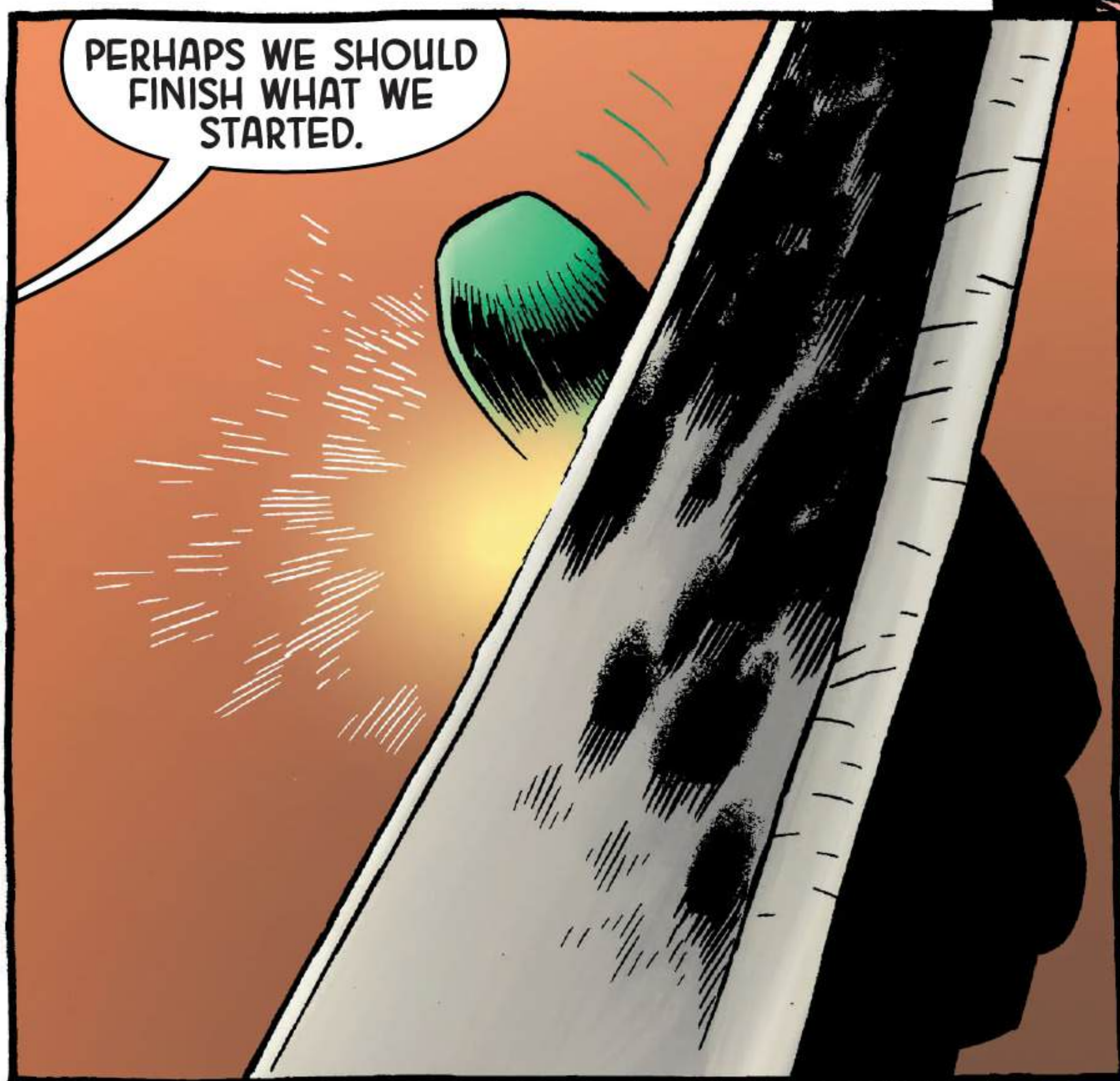


THEY CAN BE KILLED.

ROCKET HAS KILLED DOZENS. SO HAD THE SPARTOI, BEFORE PETER ENDED THEIR HUNT.



PERHAPS WE SHOULD FINISH WHAT WE STARTED.



OKAY, OKAY, THAT'S ENOUGH!

YOU'RE ALL CUT OFF!!!

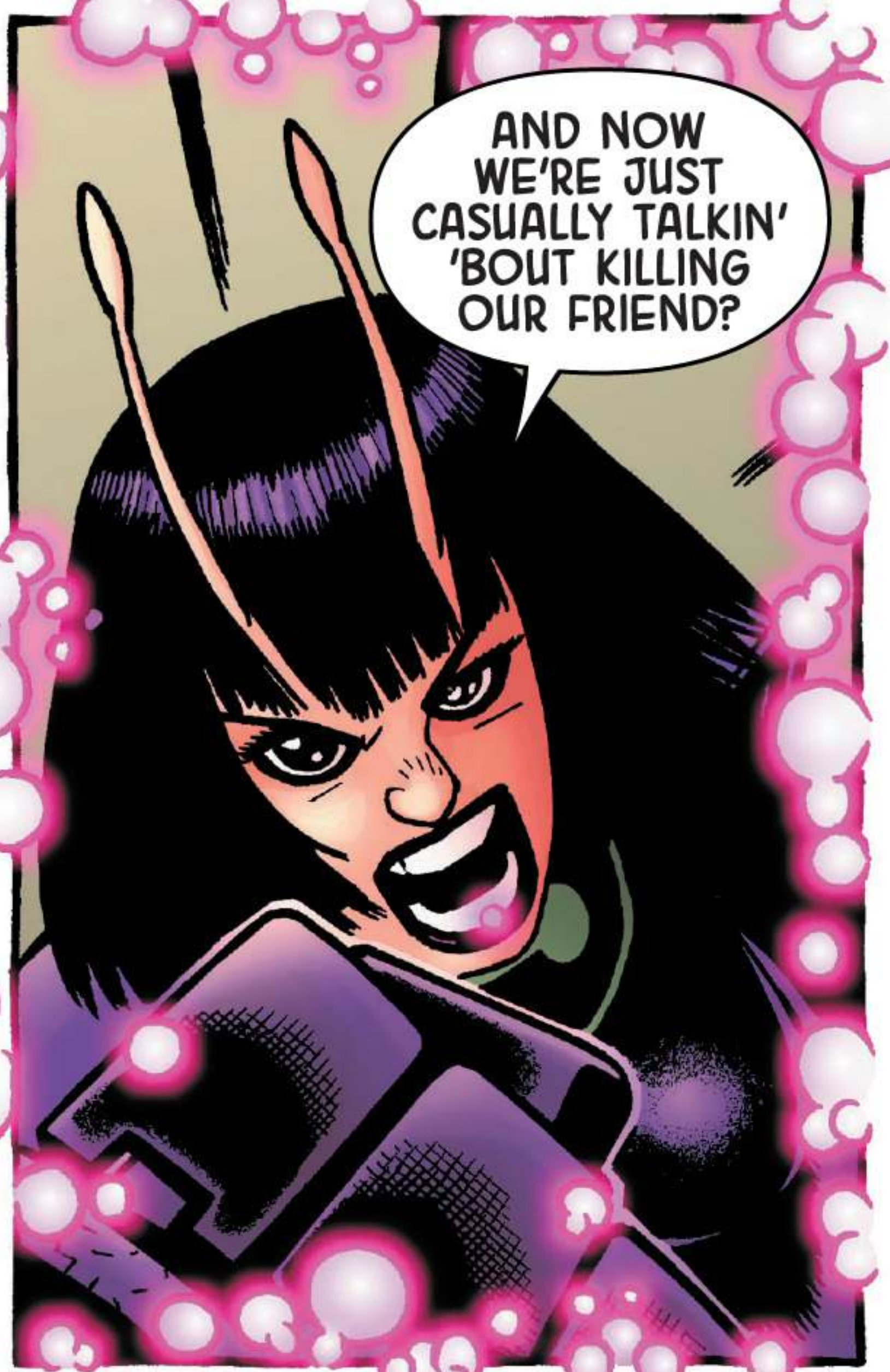




I MEAN,
GLORB,
Y'ALL!

REMEMBER
WHEN YOU WERE
SUPER HEROES?!

PEOPLE
TRUSTED US.
WE SET THEM
AT PEACE.



AND NOW
WE'RE JUST
CASUALLY TALKIN'
'BOUT KILLING
OUR FRIEND?



LOOK, PETER'S
BEEN WRONG *A LOT*,
BUT THIS ISN'T LIKE THAT
TIME HE GREW A
BEARD.

GROOT'S
TRYING TO TELL
US SOMETHING. HE
IS. BUT HE CAN'T SAY
IT TO JUST *ONE*
OF US.



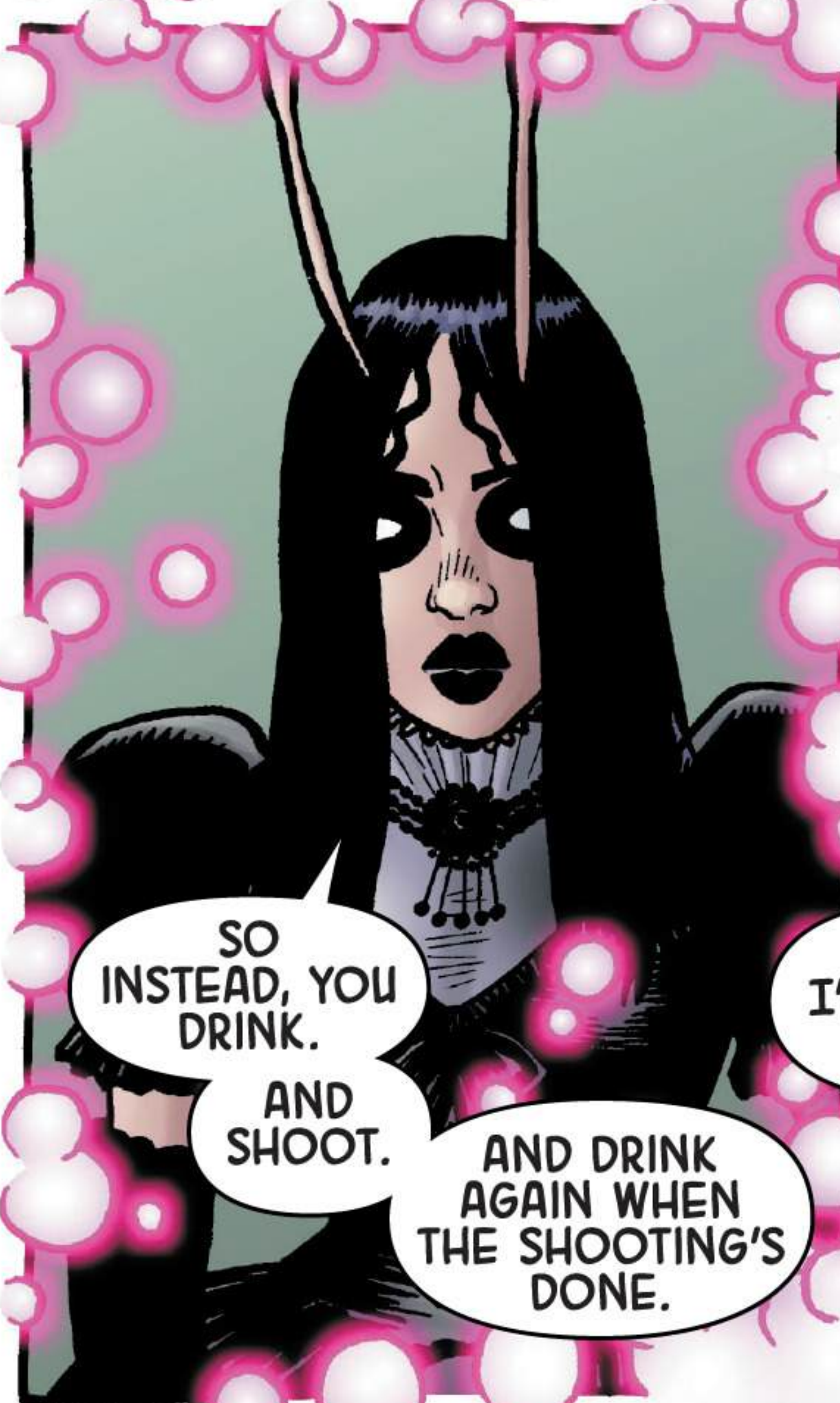
IT'S
GOTTA
BE *ALL OF*
US.

AND I LIKED
THE BEARD. FOR
THE RECORD.



PROBLEM
IZ, YOU ZEE,
NONE OF YOU
EVER WANT TO
ACTUALLY LOOK
ZE PROBLEM
IN ZE EYE.

NONE OF
YOU WANT TO
SPEAK ABOUT ZE
PROSCENIUM.



SO
INSTEAD, YOU
DRINK.

AND
SHOOT.

AND DRINK
AGAIN WHEN
THE SHOOTING'S
DONE.

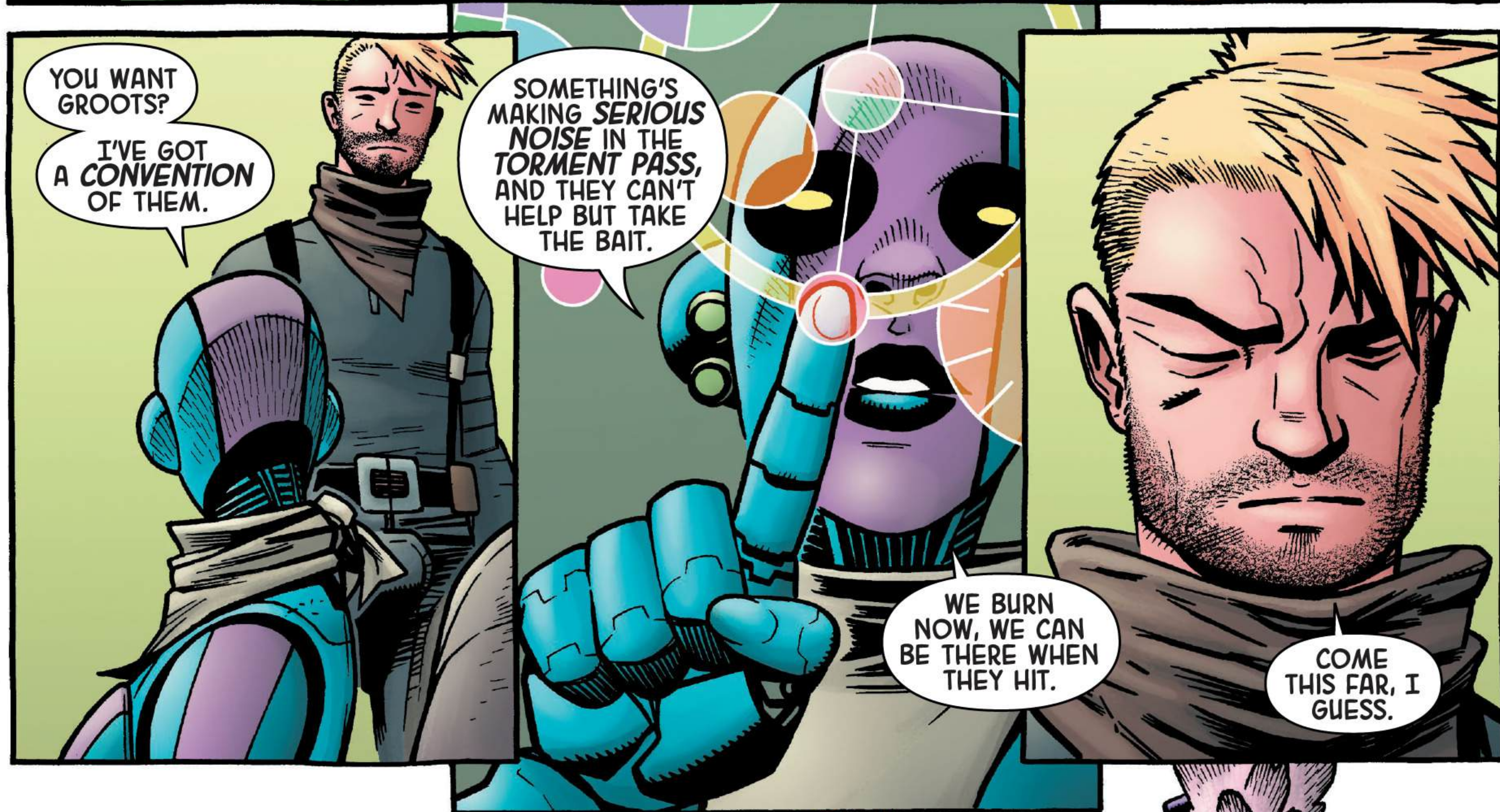


WELL,
I'M *DONE!*
KAPUT!



WE DO
THIS TOGETHER,
ALL OF US...

...OR I
DON'T REALLY
KNOW WHAT WE'RE
DOING HERE
ANYMORE.



'CEPT HERE'S
THE THING.

IT WEREN'T JUST
NOISE COMING FROM
THE TORMENT PASS.

STANDOFF HAD DESTROYED
ITSELF, AND WITH IT WENT
SECTORS UNITED'S ENTIRE
FRONT LINE. THEIR GENERALS
HAD BEEN FORCED TO TAKE...
DESPERATE MEASURES.

A CHARGE UNLIKE
ANY ATTEMPTED IN
GALACTIC HISTORY.

FOR DAMN
GOOD REASON.

EVERY LAST MEMBER OF THEIR
STELLAR CAVALRY, FROM **ROCKET
JOCKEYS** TO **SPACELANCERS**,
POURING ALL AT ONCE THROUGH
THE MOST **UNSTABLE TERRITORY**
IN THE WHOLE DAMN FOLD.

IN SUCCESS, THEY'D OUTFLANK
THE **WHITECAPS** AND TAKE THE
ENTIRE TERRITORY WITH AN
INFERIOR FORCE.

BUT THIS WAS
THE FOLD.

SUCCESS
CAME RARELY--
AND ONLY THEN
WITH CONDITIONS.

AND SO THE
GAMBIT BECAME
A **BATTLE**. AND
THOUGH NEITHER
SIDE KNEW IT YET...

...IT WOULD BE
THEIR LAST.





KRAKEEN! TELL
ME YOU CAN HEAR
ME DOWN THERE!

QUILL! COME
TO DIE LIKE A
SOLDIER?!

SHUT THE HELL
UP AND LISTEN TO
ME. YOU HAVE NO
IDEA WHAT YOU'VE
DONE HERE!

I KNOW
WE'RE FINALLY
GETTING THIS
OVER WITH! I KNOW
THERE'S *WHITECAP*
BLOOD ON MY
SHELL!

IT'S TOO LATE
TO TURN ME INTO
A *PEACEFUL CRAB*,
PETER QUILL!

NOW BE A
GOOD LITTLE HERO
AND WAIT UNTIL I'M
READY TO *TAKE*
YOUR HEAD OFF
TOO!

DAMMIT!

THIS IS
PETER QUILL--
THE STAR-LORD--
HAILING *WHITECAP*
COMMAND! I DON'T
KNOW IF YOU CAN EVEN
UNDERSTAND ME, BUT
THIS IS *NOT A DRILL!*
YOU'RE *ALL ABOUT*
TO DIE!

THEN
SO WILL
THEY.



LOOKS LIKE
YAAAAAWN
SELF-PRESERVATION
ISN'T A UNIVERSAL
TRAIT.

THEY ARE
CHOOSING TO DIE
AS WARRIORS.

ZEY SHOULD
HAVE CHOSEN
TO LIVE AZ
COWARDZ.

...IT IS
WHAT I HAVE
DONE.

SO, THESE
ARE THE FLARKIN'
IDIOTS I KEPT HEARIN'
ABOUT? THEY SURE
SEEM TO BE PRETTY
GOOD AT
EXPLODING!

HEY, QUILL,
WHO DO YOU
THINK'LL DIE FIRST
WHEN GROOTFALL
GETS HERE? US
OR THEM?

NO ONE IS
DYING!

WELL, ZAT IS
JUST PATENTLY
FALSE.

WE
CAN ONLY
HOPE.

ROCKET,
DO YOU SEE IT?
THROUGH THE CLOUD,
RIGHT THERE! THAT
SHADOW!

BUSY KEEPIN'
US ALIVE IN THE
BIGGEST BATTLE
THE FOLD'S EVER
SEEN, QUILL.

BANK UP,
BANK UP! YOU
GOTTA PULL UP NOW!
HE'S RIGHT
THERE!!!

HEY,
BUDDY.



"QUILL, I
HAVE LIFE SIGNS
DROPPING ACROSS
THE SECTOR."

"HE SAID HE
WANTED TO TALK,
NEBULA! CHECK
THE COMMS!"

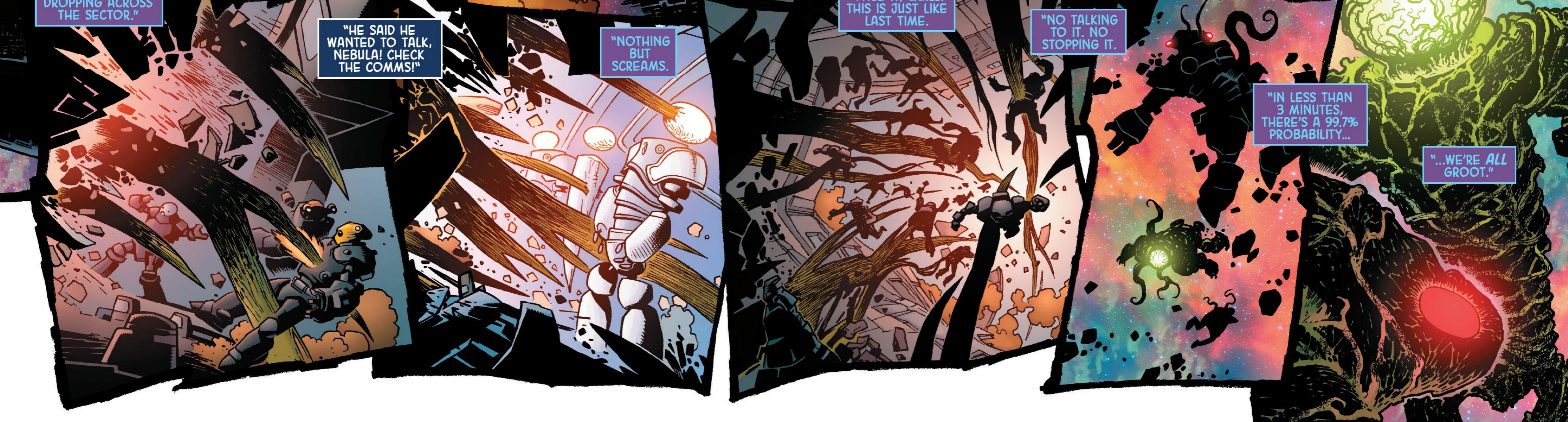
"NOTHING
BUT
SCREAMS."

"FACE IT, QUILL.
THIS IS JUST LIKE
LAST TIME."

"NO TALKING
TO IT. NO
STOPPING IT."

"IN LESS THAN
3 MINUTES,
THERE'S A 99.7%
PROBABILITY..."

"...WE'RE ALL
GROOT."





FOR THE
LOVE OF GOD,
KRAKEEN!
RETREAT!

BACKWARD
HAS NEVER BEEN
MY DIRECTION.

AND MY
PEOPLE NEVER
HAD ANY USE
FOR GOD.

FOR
VICTORY!

FOR
SECTORS
UNITED!

FOR
THE FUTURE
OF THE--
ZKK--CH--

DON'T
WORRY,
PETER.

WE'LL
JOIN HIM VERY
SOON.



HELL NO.
WE'RE NOT
OUT OF THIS
FIGHT.

"WE DIDN'T COME
TO SAVE EITHER SIDE
OF THIS STUPID WAR."

WE
CAME FOR
GROOT.

YEAH? HOW'S
THAT GOIN',
EXACTLY? HE
DOESN'T EVEN
KNOW WE'RE
HERE!

SO LET'S
GET HIS DAMN
ATTENTION,
SHALL WE?

GUARDIANS,
TAKE YOUR
STATIONS!

**WE'RE
GOING
IN!**

NAV, GET
ME A CLEAR SHOT
TO THE NEAREST
GROOTFALL.

I'M GOING
TO NEED **ALL**
RESERVE POWER
TO FLIGHT
CONTROL!

MORE POWER
AIN'T GONNA
HELP YOU **FLY**
BETTER, IT'LL JUST
MAKE YOU **CRASH**
FASTER.

QUILL IS
ALWAYS CRASHING!
IT IS SIMPLY THAT HE
SOMETIMES **MISSSES**
THE GROUND!

"CRASHING'S NOT THE
CONCERN! THE SHIP'S
ALREADY CRAWLING
WITH BODIES--AND
THEY'RE **ALL GROOT!**"

"HULL INTEGRITY IS
AT 70%. 40%. 5%?!"

THEY'RE
IN THE
HOUSE!

WELCOME
HOME.



YES! DO YOU
FEEL THAT, GAMORA?
WE HAVE FOUND OUR
INEVITABLE END!

GOING DOWN
WITH A SWORD IN
MY HAND. FIRST TIME
ANYTHING'S FELT RIGHT
SINCE WE CAME TO
THIS DAMNED
PLACE.

BUT
WHAT IF I
DON'T WANT
TO DIE?!

THAT IS
THE GLORY OF
INEVITABILITY,
MANTIS!

THE
UNIVERSE
DOES NOT
CARE!

FOOSH



GROOT'S
GOT MANTIS
AND DRAX!

NEBULA, WE
NEED AN EXIT--
NOW. RUN THE
NUMBERS, DO YOUR
COMPUTER THING,
JUST GIVE US A
WAY OUT!

...I'M SORRY,
SISTER.

THERE'S
JUST NO
CHANCE.

CRASH

NEBULA!!!

NEBULA!!!

NEBULA...

NEBULA...



SO
THIS WAS IT,
QUILL?!

YOUR **BIG**
PLAN TO SAVE
THE DAY?!

GET UP HERE,
ROCKET! THE
BIGGEST GROOT,
WE'RE ALMOST
TO HIM!

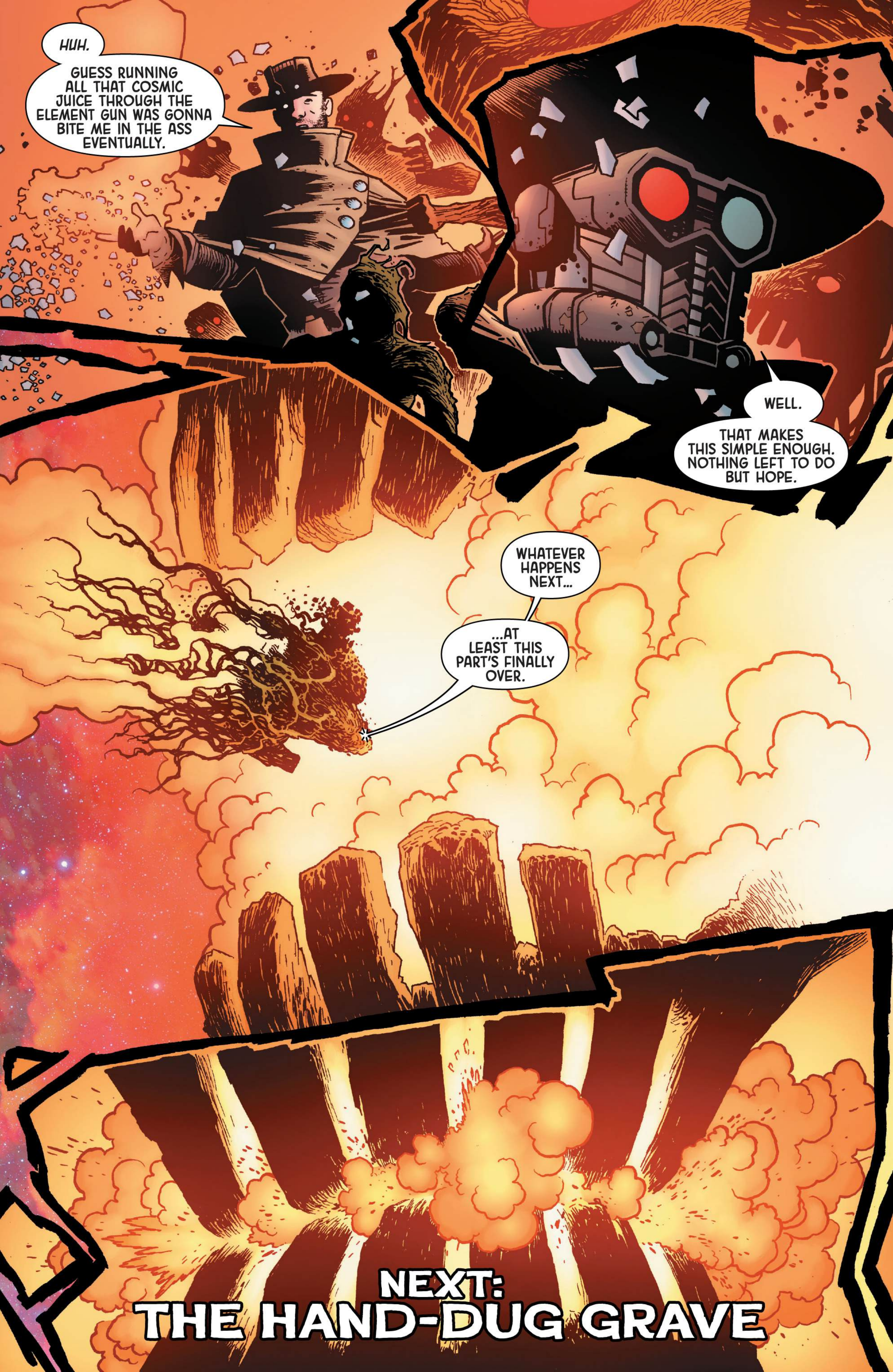
HE'S **RIGHT**
THERE. WE **JUST**
GOTTA KEEP THEM
OUT OF THE **COCKPIT**
LONG ENOUGH
TO--

QUILL,
NO. HE'S
GONE.

FLARK,
MAN, THEY'RE
ALL GONE.

I DIDN'T
TELL YA TA
SAVE ME.

IT WOULD
HAVE BEEN
BETTER TA DIE
ALONE.



HUH.

GUESS RUNNING
ALL THAT COSMIC
JUICE THROUGH THE
ELEMENT GUN WAS GONNA
BITE ME IN THE ASS
EVENTUALLY.

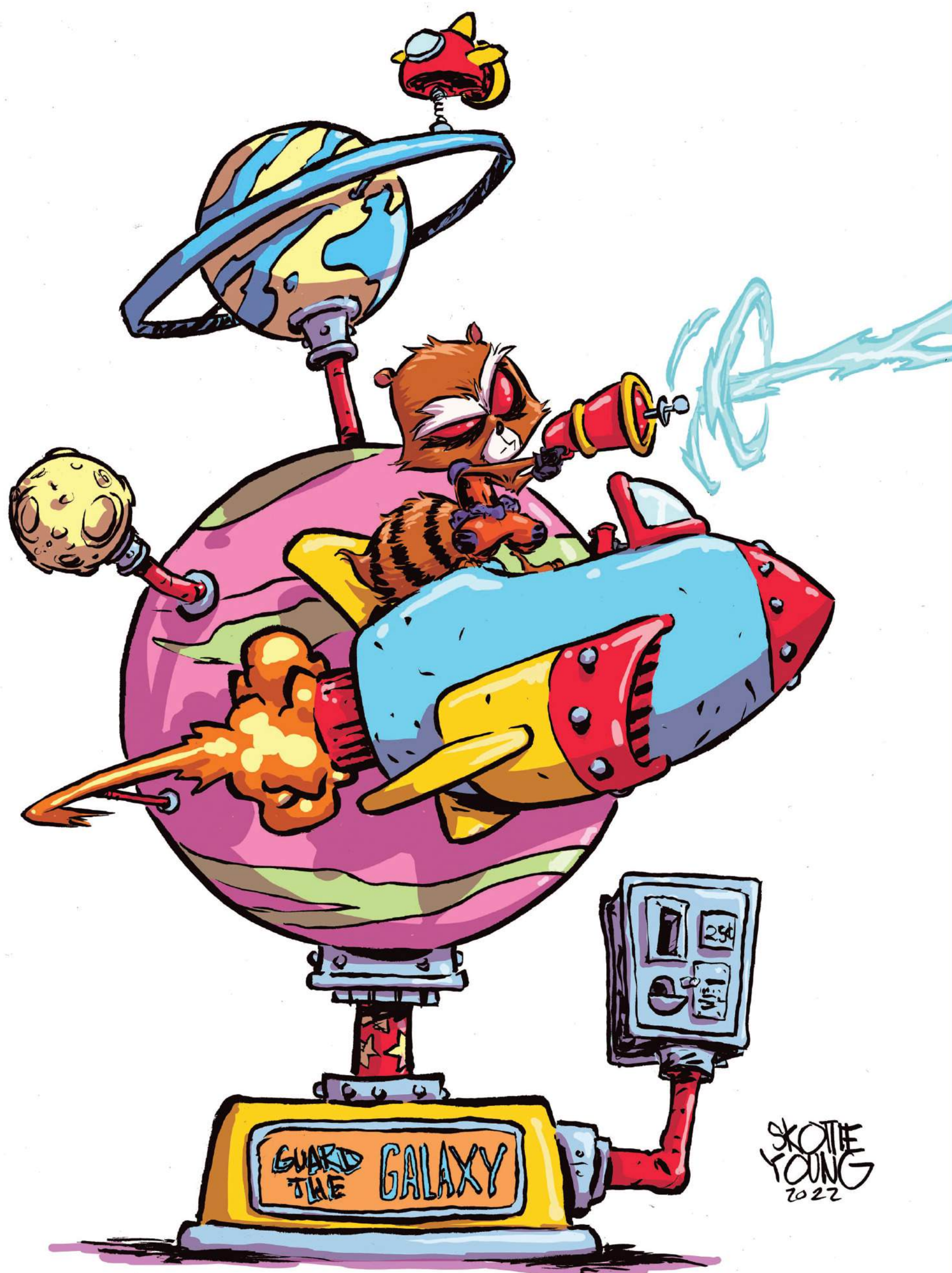
WELL.

THAT MAKES
THIS SIMPLE ENOUGH.
NOTHING LEFT TO DO
BUT HOPE.

WHATEVER
HAPPENS
NEXT...

...AT
LEAST THIS
PART'S FINALLY
OVER.

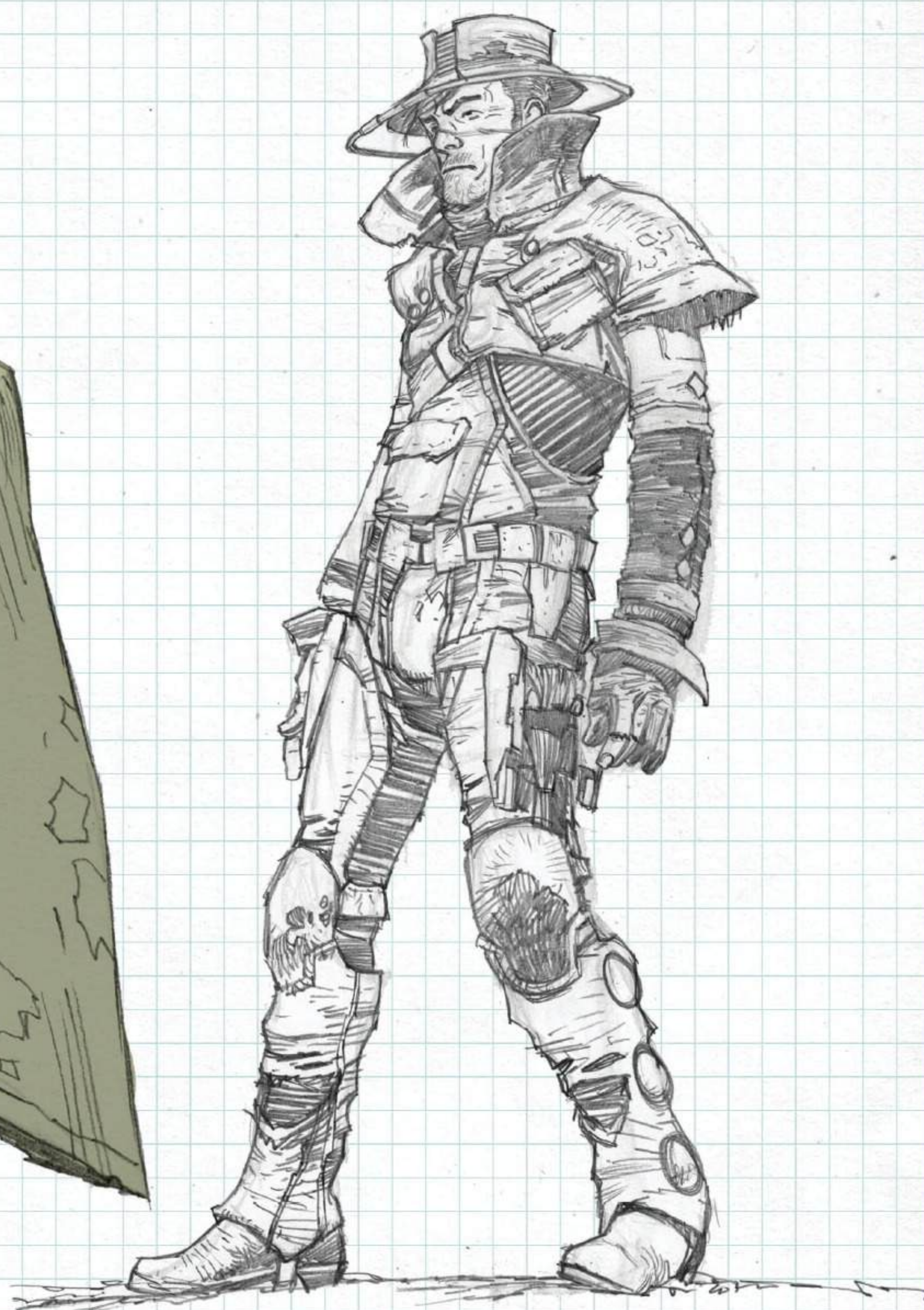
**NEXT:
THE HAND-DUG GRAVE**

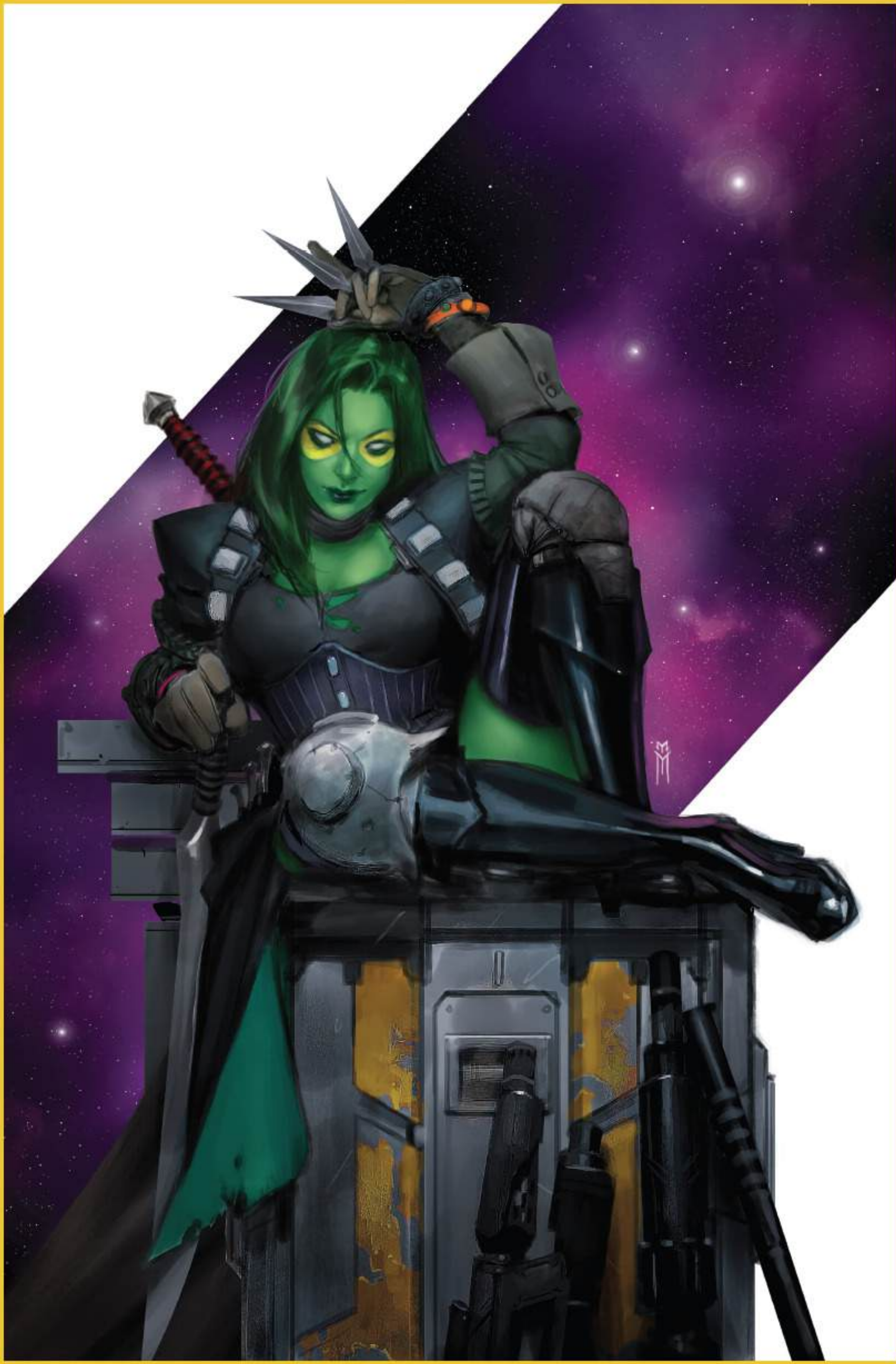


SKOTTIE
YOUNG
2022



#1 INFINITY SAGA PHASE 3 VARIANT BY **AARON KUDER & JASON KEITH**





#2 VARIANT BY **MIGUEL MERCADO**



#2 VARIANT BY **PEACH MOMOKO**



#2 SPIDER-VERSE VARIANT BY **CHRISSIE ZULLO**



#3 VARIANT BY **BETSY COLA**



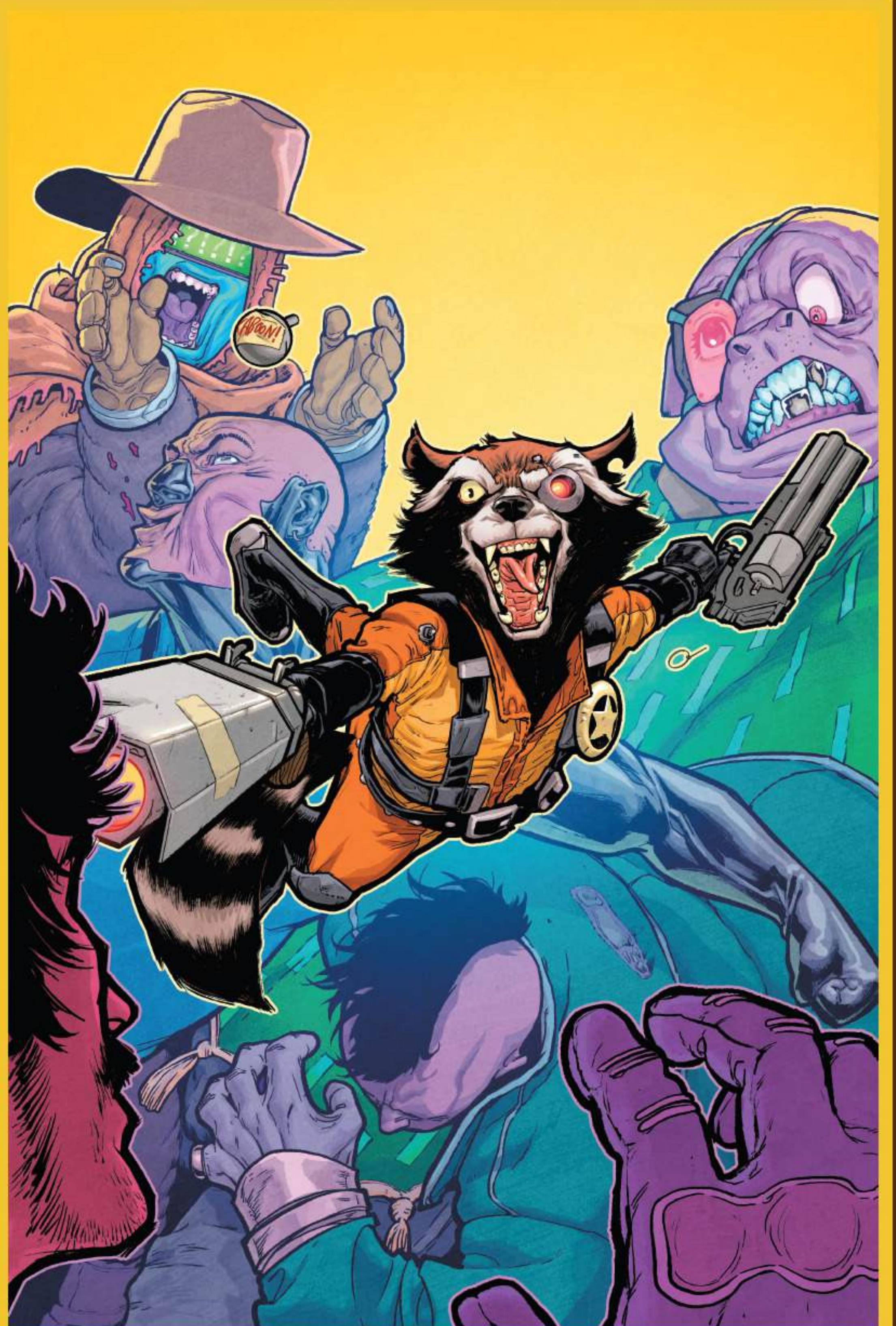
#3 VARIANT BY **ROD REIS**



#3 ULTIMATE LAST LOOK VARIANT
BY **STONEHOUSE**



#4 HELLFIRE GALA VARIANT BY **LEE GARBETT**



#4 VARIANT BY **RICKIE YAGAWA**
& **NOLAN WOODARD**



#4 NYCC VARIANT BY **NAO FUJI**



#5 VARIANT BY **KYLE HOTZ & DAN BROWN**



#5 VARIANT BY **LUCIANO VECCHIO**



#5 G.O.D.S. VARIANT BY **TODD NAUCK & RACHELLE ROSENBERG**

“This series is the kind of reinvention that proves that no matter how famous the Guardians get, they still remain gleefully unpredictable.” — ComicBook.com

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ONE YEAR AGO, THE GUARDIANS OF THE GALAXY WERE TORN APART — their optimistic future shattered by the betrayal of one of their own. Now they ride the space lanes of a lawless corner of the galaxy, trying to outrun their tragedy. Can they forgive the failures of their past? Or will they fade into the dark, eternally unforgiven? Caught in the middle of a civil war, those who were once Guardians face a battle that was lost from the start. Because they’re about to find themselves face-to-face with their old ally Groot — and he’s not the friend they remember! Where Groot goes, Rocket won’t be far behind — but he’s not happy to see the Guardians! Where has he been all this time? What’s happened to him? And can the team ever recover?



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